

Exiled Kuwaitis fight on to spread the word

By Tony Walker in Cairo

THE television in the corner of the hotel room on the 26th floor of the Intercontinental in Cairo, from where there are majestic views of the Nile and the Pyramids, is tuned permanently to CNN, the US TV news channel.

Here, above Cairo's dust and bustle, a watch is being kept on events in the Gulf by the man who has become, almost by default, the exiled Kuwaiti government's man in the Egyptian capital.

Dr Abdel Rahman al-Awadi, Minister for Cabinet Affairs in the deposed Kuwaiti administration, was in Cairo for a meeting of Islamic Conference Organisation foreign ministers when Iraqi troops invaded Kuwait on August 2.

He has been here ever since, helping organise the large expatriate community of Kuwaitis in Cairo, and liaising with the Egyptian government and the envoys who have been passing through in a steady stream.

"Cairo is politically very important to us," said Dr Awadi, getting up from his seat to increase the volume of the latest news bulletin from the Gulf. "It is the most important centre in the Arab world and we have the weight of Egypt and its people behind us."

With the imminent return of the Arab League General Secretary to Cairo, it seems certain the Egyptian capital will continue as a focus for diplomatic efforts aimed at resolving the Gulf crisis and the aftermaths that are certain to follow.

Apart from its diplomatic importance, Cairo is a haven for the biggest community of Kuwaitis outside the Gulf area. Dr Awadi estimates there are some 15,000-16,000 in Cairo out of about 240,000 now in exile.

Easily the biggest community of all is in Saudi Arabia where there are believed to be as many as 170,000. There are 20,000 or more in the United Arab Emirates, as many as 20,000 in Bahrain and another 5,000 in Qatar.

Scattered across Europe there are perhaps another 4,000-5,000, with London having about 2,500. But with the expense of staying in Europe, many Kuwaitis are drifting back to the Arab world.

Dr Awadi estimates that about 500,000 Kuwaiti citizens remain in Kuwait, out of a total population there now of about 1.5m.

He believes that as many as 100,000 Kuwaitis have left since the invasion, and is concerned about the exodus continuing.

"We're very much worried about people leaving. We don't want our people helping the Iraqis to fulfil one of the aims of the invasion," he says.

Efforts now being devoted to resistance activities are aimed in part at persuading people to stay and fight for their country.

While Cairo is an important listening post for the deposed Kuwaiti regime, the Sheraton Hotel in the mountain village of al-Hada on the road between

Taif and Mecca is the seat of the government-in-exile.

There, the Emir, Sheikh Jaber al-Ahmed al-Sabah, and his Ministers hold court and carefully monitor latest developments with the help of CNN.

The Emir's relocation to Saudi Arabia cannot be entirely comfortable. The Saudis have been extremely supportive in the present crisis, but relations between the neighbouring states have not always been harmonious.

The Kuwaiti royal family has on occasion chafed at what it has regarded as undue pressure from its bigger next-door neighbour.

The Kuwaitis have moved with a fair amount of speed in reconstructing an apparatus of government and media outside the country.

KUNA, the Kuwaiti news agency, has re-established itself in Saudi Arabia to help spread the word, and Kuwait's newspapers quickly found other publishing centres.

Al Qabas is publishing in London. Al Siyassa began on Tuesday in Jeddah, and Al Anba has been putting out a four-page paper in Cairo since mid-August.

Al Anba's editor, Mr Walid al-Marzouk, is distributing the broadsheet free and says he is ready to spend his last dinar on the paper.

Added to the publishing effort is broadcasting. Kuwaitis are beaming programmes from Saudi territory and a "Radio Kuwait" is operating from Cairo.

Kuwait is also seeking to reactivate state enterprises such as Kuwait Airways which now has its headquarters in Cairo. The Kuwaitis are talking about leasing additional aircraft to replace the 15 seized by Iraq.

Another state-owned business being re-established elsewhere is the United Arab Shipping Company in which the Kuwaitis hold 19.3 per cent of the shares. UASC, which has 48 vessels, will now operate from Dubai.

The shareholders who include, apart from Kuwait, Saudi Arabia, Bahrain, Qatar, the United Arab Emirates and Iraq, have not yet decided what to do about the Iraqi 19.3 per cent share.

Dr Awadi said the Kuwaiti exile government, which is believed to have between \$60bn (\$22bn) and \$100bn invested abroad, had sufficient funds to carry on its activities.

These tasks include helping exiled Kuwaitis financially. In fact, yesterday it was announced that the al-Hada-based government is drafting legislation to provide allowances for Kuwaiti refugees at a cost of about \$5m a month.

A medical practitioner by profession and a former Minister of Health, Dr Awadi said he realised very quickly after August 2 that Kuwaitis would have to organise themselves and take care of the needy.

"Being a physician," he observed, "you always prepare for the worst."

Iraq opposition poses no threat to Saddam

By Andrew Gowers

IF THE west, in its desire to topple President Saddam Hussein, harbours any lingering hopes that Iraqi opposition groups might be able to land a blow, then it had better think again.

There is no sign that opposition parties, either within or outside Iraq, are in any position to pose a threat to the Iraqi leader. They are divided, demoralised, and within the country itself, annihilated.

Reports from Syria, itself a long-standing foe of Iraq, in recent days have suggested that Mr Saddam's motley opponents, including Kurds, Communists and Islamic fundamentalists, might be near an agreement on forming a common front to overthrow the Baghdad regime.

But at least one exiled opposition leader in London, Mr Saad Jaber of the New Umma (Nation) party, set up by European-educated Iraqis, greets the news with a cynical shrug. "We heard such reports periodically during the Gulf war," he says. "These are remnants of parties."

For years, both Syria and Iran have tried to encourage their clients to work to overthrow the Ba'athist rulers of Iraq.

Damascus has sought to put together opposition coalitions under tutelage of the Syrian wing of the Ba'ath party, which split in two amid recriminations after the 1968 coup which brought the Ba'athists to power in Baghdad.

Since the 1979 Iranian Revolution, Tehran has fostered its own tame opposition groups, including Shia Islamic fundamentalists, from time to time, Kurdish groups.

The main problem is that none of the exiled parties has any foothold in Iraq, because of more than 22 years of ruthlessly repressive rule. "Within the country, [the opposition] is completely demolished," says Mr Jaber, who is one of the few Iraqi opposition figures bold enough to operate publicly in the west. "People don't even begin to think about it. Even outside, it does not amount to much."

Successively, the Iraqi Communist Party and the Shia fundamentalists have been crushed out of recognition. The Kurdish resistance, which for years has been seeking autonomy from Baghdad for the Kurdish inhabitants of northern Iraq, is cowed, not least because of the Iraqi army's use of gas against the Kurdish people of Halabja in 1988.

Outside Iraq, the position of some exiled opponents of the regime has improved somewhat since the August 2 invasion of Kuwait. The New Umma party, for example, has buried its differences with Saudi Arabia and with Kuwait and maintains regular contact with the US State Department and the British Foreign Office - although nobody apparently wants much to do with the Kurds for fear of offending Turkey, which has its own restive Kurdish population.

The only hope for people such as Mr Jaber is that once the trade embargo on Iraq begins to hurt, senior Iraqi officers will draw their army conclusion and remove Saddam to save their own skins. At that point, he says, the "mute opposition" to the regime within Iraq might begin to make its presence felt.



Sheikh Saad al-Abdullah, Kuwait's Crown Prince, pictured yesterday speaking at the Commonwealth Institute in London

NKB assets likely to have to shrink by half to ensure survival

Kuwaiti bank is reborn in London

By David Lescalles, Banking Editor

THE National Bank of Kuwait, Kuwait's largest, may have to shrink its assets to half their former size in order to absorb the impact of the Gulf crisis, says Mr Ibrahim Dabdoub, its chief general manager.

Speaking at the bank's London branch where he and other executives and board directors have found refuge, he said the bank was now working on a plan to ensure its survival from a UK base. "The first two weeks were a nightmare, but now we think we're coming out of the woods," said Mr Dabdoub, who has been running the bank since 1989.

In the first fortnight after the invasion, NKB had to deal with the double shock of the severance of credit lines by virtually all the world's leading banks, as well as the imposition of a freeze by major countries, both of them blows which could have felled lesser banks. "It was like an earthquake, as if the roof had fallen on our heads," said Mr Dabdoub.

Fortunately for NKB, it is a strongly capitalised and relatively liquid bank, and it has a large proportion - about half - of its assets abroad and therefore beyond the reach of the Iraqis. As a net lender to the international banking system, it is also less dependent on other banks for liquidity. Fortunately, too, the US

authorities lifted the freeze on it within four days of the invasion, and other central banks including the Bank of England gave it leeway to manage its affairs. This helped NKB regain access to the banking markets, and redeploy its foreign currency assets, particularly dollars.

The Federal Reserve Board installed two officials in the bank's New York branch to help it deal with the crisis, and Mr Dabdoub said other central banks had been "very helpful". Only Canada, among the major countries, still has a freeze on NKB.

Mr Dabdoub said the bank had a two-pronged strategy to get business moving again.

The first was to raise and mobilise as much credit from other banks as it could. Several large banks, mainly in Europe and the US, had re-opened their lines, the major exception being the Japanese banks which cut their lines immediately after the invasion and had been reluctant to restore them since.

The London-based Kuwait Investment Office, which controls the bulk of Kuwait's official overseas assets, also made available a \$300m credit line, though NKB has not yet had to use it. Statements by the Kuwait Finance Minister and Central Bank Governor that

national assets would be available to meet the obligations of Kuwaiti financial institutions also helped underpin NKB's standing in the markets.

The second aim was to sell assets, mainly corporate loans and holdings of securities to generate liquidity. Mr Dabdoub said this had been quite successful, and NKB had been able to realise the assets with only small losses because they

long-drawn-out war or was abandoning Kuwait. "Personally, I would like to think we could go back tomorrow, but as a banker I have to take steps to protect the bank's assets," said Mr Dabdoub.

None the less, NKB is believed to be exploring ways of reconstituting itself formally in London, where it has its largest overseas branch with some 40 per cent of the bank's overseas assets. The branch, in a large five-storey building in the West End, includes treasury and money market operations, credit and marketing, trade and corporate finance and advisory services.

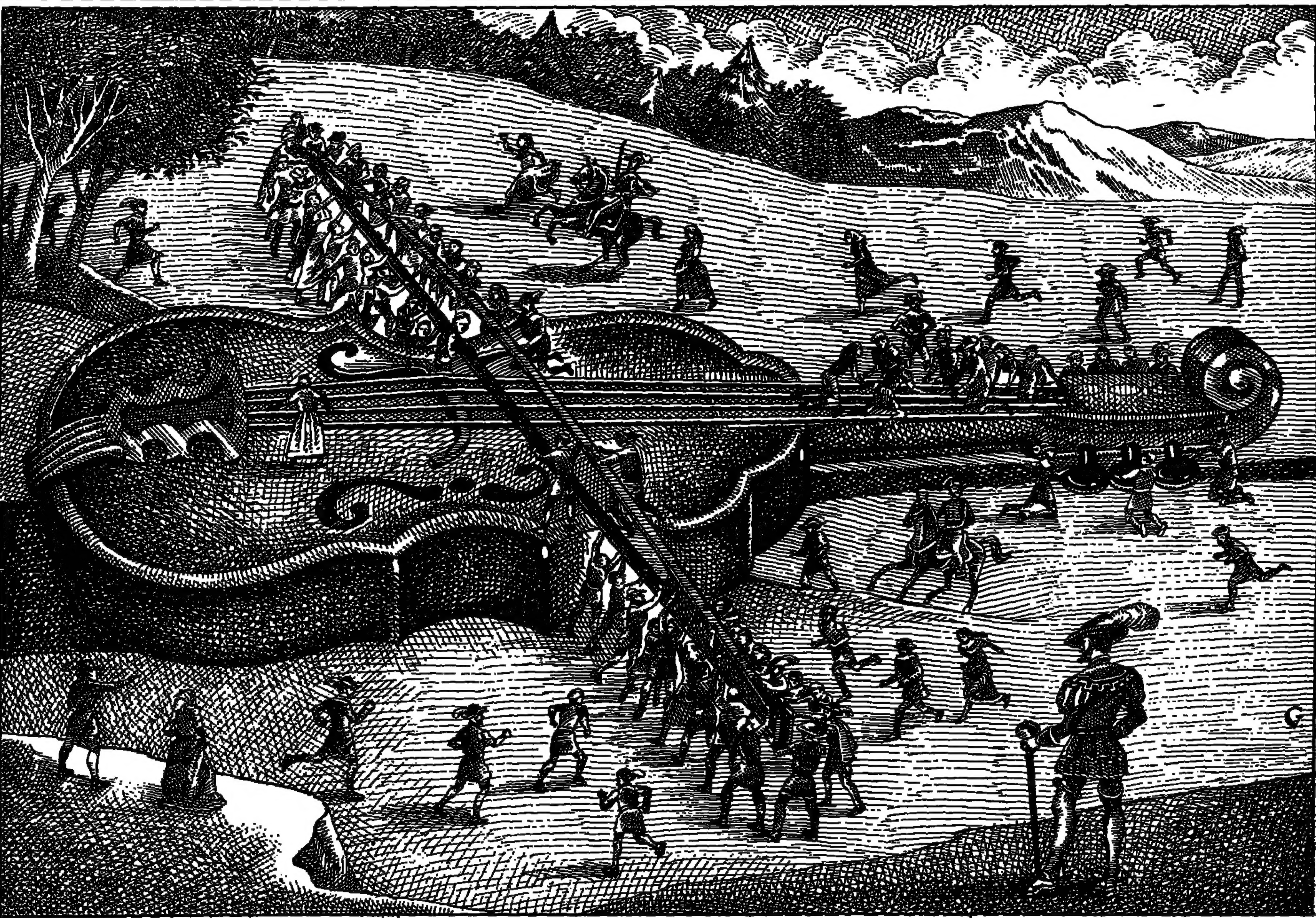
But there are virtually no precedents for banks re-establishing themselves in exile and the task before NKB looks formidable. Before the crisis, the bank had the equivalent of \$1bn of shareholders' equity and was capitalised at \$3.5bn on the Kuwait stock exchange, where it accounted for about 40 per cent of the Kuwaiti stock market, according to Mr Dabdoub.

The bank also had a record as one of the most stable and best-run financial institutions in a country that was rocked by the collapse of the unofficial stock market in the early 1980s. Even if NKB survives, it will only be as a shadow of its former self.



were high quality. But NKB would probably have to shed half its assets to offset the loss of deposits. At the end of last year, NKB's assets totalled \$29.5bn (\$13.5bn), of which \$1.7bn (\$5.8bn) were loans.

Planning for the bank's future is complicated by the fact that nobody knows how long the crisis will last. Also, NKB is wary of taking any steps which might imply that it was preparing for a



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CRISIS IN THE GULF

Relief agencies battle against refugee chaos

By Ralph Atkins in Amman and Jimmy Burns in London

RELIEF agencies are setting up new emergency camps and preparing shipments of aid in a renewed effort to prevent the exodus of refugees from Iraq and Kuwait from sliding into chaos.

However, there were signs yesterday that some of these efforts would have little impact because of organisational problems in dealing with more than 100,000 refugees stranded in Jordan.

Jordanian officials said a newly-completed camp near the oasis town of Azraq would have to be demolished because its nearness to a reservoir could risk widespread disease.

Earlier Red Cross officials in Jordan had suggested that pressure on the Shaalan evacuation camp on the Jordan/Iraq border could be relieved by the camp taking up to 30,000 evacuees before they return to their country of origin.

"It would have taken only one disease person to pollute the natural water reservoir which lies only eight metres below the site after tents were set up," an official in Amman said.

Jordanian officials said the camp would now have to be moved to a new site but it would not be ready for a week. Meanwhile on the Turkish border with Iraq at Habur, Turkish workers set up sprawling "tent city" for up to 10,000 Asian refugees.

Trucks took tents and other emergency supplies from the League of Red Cross and Red Crescent Societies to a site normally used as a resting place for Moslem pilgrims going to and from Mecca.

Red Crescent officials said that 2,500 Bangladeshis would be allowed to cross the border into Turkey today. They would be taken by bus to the Mediterranean port city of Adana before being airlifted home.

Since the Gulf crisis erupted, about 470,000 refugees from

Iraq and Kuwait have entered Jordan which has a population of less than 3m.

Officials linked to the Rome-based United Nations World Food Programme said last night that the number of refugees remaining in Jordan had dropped in the last four days from 114,000 to 105,000 and that food aid in the country was sufficient to cover needs for up to 30 days.

But both UN and Red Cross officials said the refugee problem remained "very serious" because of the lack of adequate facilities for distributing the food and water and providing medical assistance.

UN relief agencies are also suggesting that Amman airport is reaching the limit of flights it can handle and that large-scale transportation by sea from Europe may have to begin within the next two weeks.

Over the last weeks, 54 aircraft have been chartered by the International Organisation for Migration to help 4,500 people - mainly Bangladeshis and other Asians - return home. It plans to airlift more than 13,000 in the next few weeks.

Ships chartered by the Pakistani government left Jordan's Red sea port of Aqaba earlier this week with 1,600 Pakistani refugees.

But yesterday a Soviet Antonov transport plane due to airlift hundreds of Bangladeshis was delayed at Amman airport after failing to get early permission to cross Saudi Arabian air space.

In Paris, a senior Bangladeshi official said his government had asked the United Nations to co-ordinate an international airlift for refugees fleeing Iraq and Kuwait.

About 26,000 refugees, mostly Asians, have crossed into Turkey since the Iraqi invasion, according to Turkish border officials.



Refugees on the Iraq/Jordan border fight for a bottle of water

Jordan pledge on UN sanctions

By Ralph Atkins in Amman

MR Douglas Hurd, the British Foreign Secretary, won assurances from Jordan yesterday that it was adhering to UN resolutions against Iraq but he found deep-seated opposition from Palestinians to British policy in the Gulf crisis.

At the final press conference of his six-day tour of Arab states, about 50 Jordanian journalists walked out after a spokesman complained about the anti-Arab policies of the British government.

The protest - although small-scale - underlined the tensions evident at Mr Hurd's meeting with Jordanian ministers. Mr Hurd said it was a "sad aspect" of the crisis that the world's focus had been shifted from the Palestinian problem but said Palestinian supporters could not complain about the occupation of the West Bank while making excuses for Iraq.

Saddam's call for simultaneous withdrawal of occupying forces from Kuwait and the West Bank "was simply a

smokescreen for his aggression," said Mr Hurd.

After meeting Mr Marwan Qasem, Jordanian Foreign Minister, the British Foreign Secretary found some comfort in the assurances he had received. "Our view about the present crisis in the Gulf is that the only peaceful solution for those who believe in justice and world order is an unconditional Iraqi withdrawal from Kuwait and the restoration of its legitimate government."

That is also the view of the Jordan government as expressed to me today," Mr Hurd was later due to meet King Hussein.

Jordan's position in the conflict has been heavily influenced by its large Palestinian population and its proximity to both Iraq and Israel. Mr Ibrahim Ismail, Minister of Information, said the only goods coming into the port of Aqaba were for Jordanian markets. Oil continues to be imported from Iraq while alternative supplies are arranged.

Jordan also believes it has a role as a mediator, arguing that a channel of communication has to be kept open with President Saddam Hussein. King Hussein is due to fly to Baghdad for talks with the Iraqi leader.

Mr Hurd acknowledged the economic implications of sanctions for Jordan, where a third of the foreign trade was with Iraq and Kuwait. He believed compensation could be paid if UN resolutions were implemented effectively.

He recognised the extreme burden faced by Jordan by the influx of evacuees over its border with Iraq. "We accept and are acting on the humanitarian need to deal with this problem which has been caused by Saddam Hussein."

Mr Hurd, who is due to wind up the two-day debate starting today in the British Parliament on the Gulf crisis, said he was reasonably hopeful that a solution to this crisis could be reached without further bloodshed.

Chilean arms maker no stranger to controversy

Cardoen has sold to Pretoria and Baghdad writes Leslie Crawford

MR Carlos Cardoen, the Chilean arms manufacturer, is no stranger to controversy. From supplying Baghdad with cluster bombs during the Iran-Iraq war to his close ties to the South African defence establishment, the 49-year-old entrepreneur's notoriety extends far beyond his actual business dealings.

What singles out Mr Cardoen in the secretive world of the international arms trade is that he is uncommonly candid about his line of business. He taps the technological know-how of more sophisticated defence manufacturers, adds a few modifications of his own, and produces a more competitive product because of the cheaper labour costs in Chile.

In this way, he was able to sell \$200m-worth of cluster bombs (fitted with South African fuses) to Iraq at about \$6,000 a piece when the equivalent French weapon cost \$25,000. He also built a factory near Baghdad to enable Iraqis to manufacture cluster bombs.

His relations with Pretoria are well-publicised. Mr Cardoen is co-producing a self-propelled gun with Armscor, the state arms manufacturer, and the first unit was test-fired in the Atacama desert last year before Lieutenant General Magnus Malan, the South African Defence Minister. Mr Cardoen's open collaboration with Pretoria in the face of the international arms embargo has been strongly criticised by the UN.

Mr Cardoen has again hit the headlines over his alleged collaboration with GEC-Marconi in a project to build the British company's Stonefish naval mine in Chile. GEC-Marconi denied last week it had supplied any "information, drawing, design or technology" that would enable the Chilean group to produce such a weapon.

In Santiago Mr Raul Montecinos, director of Industrias Cardoen, said: "We understand that owing to the crisis in the Gulf, Marconi should wish to disclaim any contact with Cardoen... But what they cannot deny is that they developed a joint project with us."

Defence analysts in Santiago have linked Cardoen's interest in the Stonefish mine, an "intelligent" seabed weapon that can distinguish between enemy and friendly vessels, with his acquisition through third parties of Cosmos, an Italian producer of miniature submarines.

But with Chile joining the UN commercial embargo against Iraq, Industrias Cardoen has been forced to abandon its Iraqi ventures with losses estimated at \$45m.

Even before Iraq's invasion of Kuwait, the loss of Cardoen's main arms market as a result of the Iran-Iraq ceasefire was forcing the company to diversify. The group now exports 200,000 boxes of fruit per year, owns 4,500 hectares of pine and eucalyptus forests, and produces components for copper smelters. With IZ, it manufactures chemical explosives for the mining industry. It is developing a mine with Outokumpu of Finland. Cardoen bought a Chilean bank, the Banco del Pacifico, for \$11m last year. Industrias Cardoen plans to inaugurate an \$11m jeans manufacturing plant in January 1991.

Only 10 per cent of the group's total sales of \$75m in 1989 came from defence products. Industrias Cardoen, the arms manufacturing division, registered a loss of \$3.3m.

Cardoen has appointed a new general manager, Mr Ismael Vienna, who plans to take Industrias Cardoen into civil and industrial engineering.

Nevertheless, Cardoen's South African connections, and a new project to build a "multi-purpose" helicopter will ensure the Chilean company's continued presence in the field of defence.

Industrias Cardoen has adapted the US Bell Long Ranger civilian helicopter for military purposes, with the aim of marketing a Third World combat helicopter for about one-quarter of the price of an Italian or US model.

The helicopter is understood to have already received US Federal Aviation Agency certification. But as defence analysts saw Iraq as the main potential customer for Cardoen's helicopter, the fate of the project is now unclear.

The company says it has not sold any armaments to Iraq since the 1988 ceasefire in the Iran-Iraq war, but it had been involved in several reconstruction projects. In mid-1989, Mr Cardoen estimated these projects, which included an engineering plant of high-precision, robot-controlled industrial lathes, to be potentially worth

INTERNATIONAL NEWS

Singh takes a gamble on the lower castes

David Housego reports on the likely impact of public sector job reservation

IF THERE is one event that is likely to mark the turning point of the administration of Mr V.P. Singh, the Indian Prime Minister, it is his government's unashamedly populist decision to give a greater role to caste in recruiting for public sector jobs.

The violence and demonstrations that this has triggered across northern India - where six people were killed on Tuesday when police fired on a crowd of students in Patna - and the continuing closure of schools in Delhi, are the visible tip of a much deeper social and political earthquake that is now in motion.

The measure marks a turning point in that it has cost Mr Singh the support of much of the educated youth and urban middle class, who helped him to victory last year and whose voice carries more political weight than their numbers would suggest. It has also left him vulnerable to the damaging charge that he is further dividing the country on caste lines.

In a candid admission before university students last week, Mr Rajmohan Gandhi, grandson of the Mahatma who campaigned on a platform of "value-based politics" on behalf of Mr Singh's National Front against Mr Rajiv Gandhi in the former Prime Minister's Amethi constituency last year, said: "Many among you feel betrayed by Mr V.P. Singh. He added: 'It can be said in all fairness that your [job] prospects have been damaged, your rights hurt... and you have been wronged.'"

Mr Rajmohan Gandhi was speaking to students who would be called middle class but who in India mostly come from the upper castes that still dominate most northern universities. The impact on them of Mr Singh's new measures at a time of an acute shortage of graduate jobs is large.

Mr Singh announced last month that 27 per cent of jobs in the central government service and the public sector



Lower caste Hindus in a pro-job reservation rally outside the Prime Minister's house in New Delhi

would in future be reserved to castes that are "socially and educationally backward". This is a category that stretches from goldsmiths to blacksmiths, carpenters, farmers and landless labourers. It includes some castes like the Yadavs, Kurmis and Kolars in the north who are already politically powerful and some who are close to being "untouchables". It includes some wealthy families and many poor.

The government has said that it is still considering whether to extend the 27 per cent quota to promotions as well as to new entrants. But in answer to criticisms that the new reservations will not sufficiently benefit the worst-off, Mr Singh has added a further 5 to 10 per cent quota for the poor. "Thus with the 22.5 per cent of jobs already reserved for untouchables (the "scheduled castes" in the Indian Constitution), this means that up to 59.5 per cent of public sector jobs will be allocated on the

basis of caste rather than merit. For students leaving school or university, the new measure thus dramatically reduces their job prospects. On the basis of the number of new jobs created over the last 12 years, a 27 per cent job quota means that 71,000 new jobs a year could be removed from open competition and filled on the basis of caste.

This is 42 per cent more than the 50,000 new jobs that the organised private sector has created each year over the last 12 years - and comes at a time when there are 2.5m graduates registered as unemployed. It is little wonder that many parents are angry.

The other side of the coin - and another reason for seeing the measure as a turning point - is the new horizon in terms of jobs and political power that it opens up for the so-called backward castes who account for more than half the population. A euphoric Mr Ram Lila Paswan, Minister of

Labour in the present government, says that "in 15 years Mr V.P. Singh (himself of princely caste) will be worshipped like anything".

Mr Paswan is one of the most articulate spokesmen of the backward castes and untouchables in the government and has an entry in the Guinness Book of Records for winning the largest electoral majority in the world in his Bihar constituency.

For long the backward castes were excluded from all but menial jobs in government service. The only merit that was recognised was the family into which you were born," says Mr Paswan, adding that the backward castes cannot be blamed for the corruption and misdeeds of government since independence. But over the last 10 years, in part because of an agricultural revolution in the north, the more vocal among the backward castes have been gaining in wealth and political power.

If their demands for a larger

proportion of government jobs had been reduced, Mr Paswan says "more violence would have taken place". As it is, the new measure "will give a moral boost to those who have been kept outside power. It will generate social awareness. These people will realise they are masters of this country."

The other main political parties have been caught off balance by the measure. Mr Rajiv Gandhi concedes in private that job reservation is a retrograde measure of that will push up public sector costs and inefficiency. But the political compulsions are so strong that in public his Congress party is ready to compromise with a ceiling on reservation in the central government of about 50 per cent.

India's record so far with job quotas as a system of positive discrimination intended to offset social disadvantages has been patchy. The 22.5 per cent reservation for untouchables - those who carry the stigma that they supposedly polluted others - has remained unfilled because too few candidates have applied in spite of much lower entrance requirements. Also providing jobs for a few has diverted public focus away from the hardships of others.

In putting forward the programme, Mr Singh's intentions have been blatantly electoral. As the leader of a minority administration, he needs to broaden his electoral support. With the departure of Mr Devi Lal as Deputy Prime Minister, he has lost much of the backing of the rich farmer class of the north. He is thus looking to the backward castes to give him a new political base.

Mr Paswan's calculation is that the backward castes account for 54 per cent of the population. Mr Singh, he claims, also has the support of the untouchables (22 per cent) and the Moslems (12 per cent). He thus has a potential vote bank of 90 per cent of the population. But even in a country of growing populism, elections are not won by such simplistic arithmetic.

PM's absence puts meeting on Cambodia in doubt

By Claire Bolderson in Jakarta

REPRESENTATIVES of Cambodia's four warring factions assembled in Jakarta yesterday for a meeting aimed at bringing a peaceful end to the country's 11-year conflict, but the absence of Mr Hun Sen, the Prime Minister, has cast doubt over the meeting's effectiveness, if indeed it goes ahead at all.

Hun Sen, who is being represented by a senator, has said that he would not attend the Jakarta meeting because Prince Norodom Sihanouk, the leader of the anti-government coalition, had declined to go.

Mr Ali Alatas, the Indonesian Foreign Minister, yesterday held a series of bilateral meetings with each of the three resistance factions and with Mr Hor Nam Hong, Phnom Penh's representative, at which Mr Hun Sen's absence was discussed.

A Foreign Ministry official said afterwards that no decision had been taken on whether the meeting would go ahead. Indonesia was awaiting the arrival today of Mrs Edwige Avice, a French Foreign Ministry official, who under the auspices of the Paris International Conference on Cambodia, would co-chair the meeting with Mr Alatas.

The main purpose of the Jakarta meeting is to discuss the composition and function of a Supreme National Council, consisting of representatives of all the Cambodian factions, that would govern Cambodia in the run-up to United Nations supervised elections.

The meeting is also intended also discuss the details of the five papers agreed by the five permanent members of the UN Security Council in New York last week, which among other things cover provisions for a ceasefire in Cambodia and for the disarming of all the fighting parties.

Top level talks leave two Koreas divided over UN

By John Ridding in Seoul

NORTH and South Korea yesterday began the highest-level talks to be held between the two countries since the end of the Korean war, but speeches by the respective prime ministers revealed wide differences on several issues.

Mr Yon Hyong Mok, North Korea's prime minister, reiterated a series of sensitive demands including the release of imprisoned South Korean residents and the end of annual South Korean military exercises with the US. North Korea regarded these as "urgent matters" which must be solved to end military and political confrontation.

South Korea made no official response, but has previously regarded these matters as its own business. Analysts said Seoul was unlikely to accept North Korea's requests.

Earlier, Mr Kang Young Hoon, South Korea's prime minister, announced a series of proposals aimed at easing tensions and promoting cross-border trade and economic links. In an eight-point draft agreement to improve inter-Korean relations, Mr Kang proposed mutual recognition of each other's political and social system, the promotion of personal and economic exchanges, and steps to strengthen the existing armistice agreement.

South Korea issued two further sets of proposals giving details of its aims for bilateral exchanges and reducing political and military tensions. These included "inter-Korean exchanges of people" during certain national holidays, promotion of trade and investment links, re-connection of road and rail links, and the opening of postal and telephone contacts.

Seoul also proposed a telephone hot-line between the respective defence ministries, advance notice of military manoeuvres, and disclosure of military information.

The proposals reflect South Korea's policy of improving relations through gradual confidence-building steps. North Korea, by contrast, is pressing for more immediate armistice.

Differences became apparent over the question of membership of the UN. Mr Yon said North and South Korea should pursue membership only after unification or as a single member. Seoul has dismissed a single membership as impractical.

Yesterday's talks were held at the opening session of prime ministerial-level discussions, the highest contacts between the two Koreas since the peninsula was divided at the end of World War II. A final session will be held today.

Special courts start trials of Bhutto's ministers

SPECIAL courts began trials of ministers in the government of Ms Benazir Bhutto, the former prime minister, yesterday, with one defendant accusing the caretaker Pakistani government of harassment. Reuter reports from Lahore.

Two one-judge courts revealed government charges against Mr Ghulam Ahmad Mankata, who had been minister for overseas Pakistanis, and Mr Ahmad Tariq Rahim, former parliamentary affairs minister.

The case against a third, Mr Jahangir Badar, former petroleum and natural resources minister, was put off until next Wednesday without charges being read.

Mr Mankata was charged with using his official position to obtain a bank loan illegally and Mr Rahim with influencing authorities to award a construction contract to a specific international company. None of three was present in

court and they were told to appear next Wednesday.

Mr Badar told reporters in the city of Karachi that he had done nothing wrong, adding: "The caretakers have started political harassment."

The trials are the first since President Ghulam Ishaq Khan dismissed Ms Bhutto's 20-month government on August 6, dissolved the National Assembly and four provincial assemblies, and ordered fresh elections on October 24. Ms Bhutto has not yet been charged.

The caretaker administration set up 11 special courts to try politicians. Ms Bhutto describes them as kangaroo courts and says that members of her Pakistan People's Party will accept the jurisdiction of only the normal courts.

Members of a local human rights group attended yesterday's proceedings of the two special courts.

Australian finance assailed

MR JOHN BUTTON, the Australian Industry Minister, yesterday delivered a stinging attack on the country's investment managers, saying they were "accessories to economic vandalism" in the 1980s. AP-DJ reports from Canberra.

He told businessmen the capital markets were still performing poorly and this was an obstacle to economic progress. "We are still waiting for the change in culture that needs to

go with financial deregulation" that took place in the 1980s. "Specifically, my concern is the behaviour of the institutions allocating investment funds and the thinness of development or venture capital markets."

In the 1980s, many of those who decided where our scarce capital was invested were dazzled by our entrepreneurs who preferred debt-driven corporate strategies to equity in real activity."

Soft loans signal closer links with Peking

By Peter Ellingsen in Peking

AUSTRALIA has all but normalised relations with China by agreeing to a round of soft loans and resuming other close contacts, despite Peking's refusal to give ground on human rights.

About \$17m in low-interest loans is to be given to China, even though funds for new projects were ruled out after Canberra's condemnation of last

year's bloody suppression of the pro-democracy movement.

Dr Neal Blewett, the Australian Trade Minister, defended the decision in Peking yesterday, saying that because the new loans applied to projects in the pipeline before sanctions were imposed shortly after the Tiananmen Square crackdown last June, they did not breach existing guidelines.

"These proposals fall within Government policy on concessional finance loans to China under Cabinet's decision taken in January 1989," he said.

However, contracts for the four projects were not signed before the Government's cut-off date of July 13, 1989.

Dr Blewett, the first Australian minister to visit China since the June massacre, failed

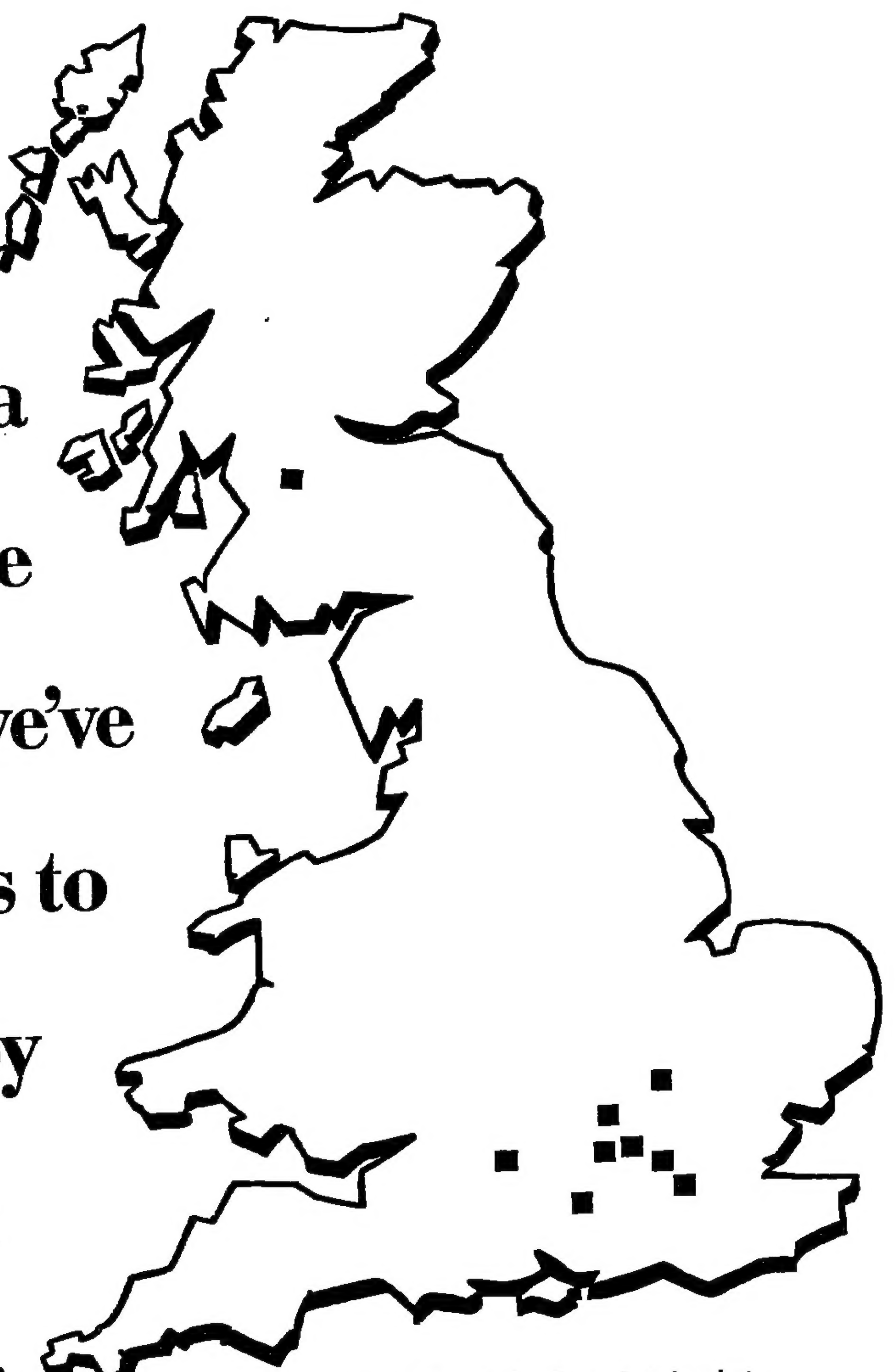
to win any concessions from Peking on trade questions. Chinese officials refused to provide guarantees on imports of Australian wool, which underwent a dramatic decline last year, any reduction on the duty China puts on wool, the concessional price paid for iron ore, or the use of inefficient Chinese ships to carry minerals from Australia.

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Building On Beliefs



MOTOROLA

AMERICAN NEWS

Argentina imposes tough economic adjustment plan

By John Barham in Buenos Aires

MR Antonio Erman González, Argentine Economy Minister, has unveiled the fifth economic adjustment plan in as many months.

The new plan, like the four before it, is intended to slash public spending, stem rampant inflation and ensure financial support from the International Monetary Fund.

Previous assaults on the public sector have petered out after a few months, undermining confidence in government policy and feeding inflation. As a result, Argentina has again overshoot performance targets agreed with the IMF. The minister decided to act again, prices having risen by about 15 per cent in August, up from 11 per cent in July.

The package of 122 presidential decrees, announced late on Tuesday, complements tighter

controls over the public sector, revealed last Friday. The latest measures feature conversion into ten-year bonds of some \$500 million in government debt to private suppliers, further reductions in public sector wages and employment, and a cap on social security spending.

The decrees require government agencies to draw up within 30 days a timetable for shedding staff.

Unlike previous reform attempts, the government has published deadlines for meeting its own targets and created a committee to ensure the cuts are made. Also, the heads of each state organisation will be personally responsible for meeting cash limits.

The Central Bank also promised to impose a severe liquidity squeeze this month. Inter-

Ontario may swing to left in election today

By Bernard Simon in Toronto

THE key Canadian province of Ontario may show an unexpected swing to the left in provincial elections to be held today, according to the latest opinion polls.

The Liberal Party government, headed by David Peterson, which appeared to be cruising to an easy victory in the early stages of the campaign, is bracing itself for substantial losses to the socialist-inclined New Democratic Party.

The NDP seems to have only an outside chance of forming a majority government but recent polls suggest that it will take the largest number of seats in the 130-member legislature. The Liberals may try to retain office by forming a coalition with the more right-wing Progressive Conservatives.

NDP participation in the government would mean a less hospitable climate for business in the province, which is home to more than a third of Canada's population and accounts for some 53 per cent of national industrial output.

The party has said that it will ignore the US-Canada free trade agreement, in force since last year, impose a minimum corporation tax, sharply lift minimum wages, extend rent controls, and impose more stringent anti-pollution measures.

The Liberals, which control 93 seats in the legislature, called the election two years ahead of schedule in order to capitalise on their apparent popularity, before a slowing economy damaged their chances.

The sudden resurgence of the NDP, with only 19 seats, seems part of much frustration across Canada at political, social and economic problems which have emerged over the past few months.

High interest rates and, more recently, the Gulf crisis have heightened fears that Ontario is heading for recession.

The NDP, which relies heavily on organised labour, has said it will push some of the blame for the slowdown on greater competition from low-cost US industries benefiting by the free trade pact.

Brazilian privatisation starts with airline

BRAZIL'S privatisation programme got under way this week with the sale of a controlling interest in VASP, the country's second largest airline, Christina Lamb reports from Brasília.

The company has a dubious distinction: it was listed in *Exame*, the country's leading business magazine, as the most indebted company of the year, its debts of \$760m being equivalent to some 117 per cent of its assets.

A 60 per cent share in the airline, owned by São Paulo State, was sold by auction

for the dollar equivalent of \$43.5m to Voe Canhedo, a consortium of 16 transport and mining companies, and a group of 3,500 of the airline's employees.

These, the only participants, bought the company at the privatisation commission's minimum price. Forty per cent remains debt-free.

The other group expected to participate, led by TAM, another Brazilian airline, pulled out, complaining that the company was paying interest of the equivalent of \$20m a month on debt, compared to re-

venues of \$36m. VASP, which owns 29 Boeing 737s and three Airbuses, had losses of \$152m in the first half of this year. Losses last year were \$51m.

The money paid will go into VASP's capital. Voe Canhedo will have to pay at least \$38.7m by October to cover capital costs.

Mr Wagner Canhedo, consortium president, said he expected to pay \$100m this month, but was hoping to renegotiate the \$276m outstanding owed to the state-owned Banco do Brasil.

Digging up a terrible inheritance

Christina Lamb examines Brazilian human rights, past and present

BRAZIL'S past of military repression has been awakened by the discovery on Tuesday night of a mass cemetery, believed to contain as many as 1,700 bodies. They are thought to comprise both criminals and political dissidents killed by the military regime which stepped down in 1985.

The discovery coincides with the release of a new report from Amnesty International, the human rights organisation, suggesting that rights abuses, including police killings of homeless children, are continuing.

The graveyard, at Perus, 70 kilometres east of São Paulo, was uncovered after a tip from the cemetery director, who said he had been frightened to speak out before. So far, 87 bodies have been uncovered, but investigators said the size of the trench indicated it might contain 1,700.

Two of the bodies uncovered have been identified as those of political prisoners who disappeared in the early 1970s. Other corpses show signs of having suffered violent death, suggesting the secret graveyard may contain victims of the military regime of President

Emílio Médici. A total 138 people were reported as "disappeared" during his 1969-74 rule.

Mr Marco Barbosa, president of the Commission of Justice and Peace in São Paulo, called the graveyard "a crime against human rights". The commission is seeking a full investigation, and hopes that the new government of President Collor will be more effective. The Brazilian police has launched an inquiry into the gruesome discovery.

According to Mr Antonio Eustaquio, the graveyard administrator since 1977, the bodies were buried in the early 1970s. In 1979, the body of a left-wing intellectual who had disappeared in 1972 was found

in the same place. Mr Eustaquio said: "Since then, I have suspected that other political prisoners were buried here."

Among Latin America's former dictatorships, the Brazilian military has escaped the most lightly, with no inquiries into past tortures or witch-hunts against officers responsible. There was a mutual agreement in the early 1980s that the incoming civilian government and the military would forget about the past. An amnesty was given both to those in the opposition responsible for acts of terrorism and to officers accused of torture, according to Mr Alessandro Barro, a political scientist specialising in the military regimes.

The full extent of torture and killings is unknown. Mr Carlos Afonso, a political exile in 1970-80, says many former victims felt betrayed by the lack of action. "I find the cover-up amazing. Even the organised left seem keen to keep it in the past. I was tortured, and friends of mine were killed or disappeared. They were just students."

Mr Collor is keen to improve Brazil's appalling human rights record.

In June, a report by Amnesty International condemned the Brazilian justice system and detailed instances of police execution squads. Afterwards, President Collor gave assurances of action to an Amnesty delegation and said on television: "Brazil will never again be the subject of an Amnesty report."

An Amnesty report, out today on Brazil's 7m street children, said: "Hundreds of children have been gunned down by death squads, and many more beaten and tortured by on-duty police. The violence is continuing."

Energy tax urged by top Democrat

By Anthony Harris

CONGRESSMAN Leon Panetta, Democratic chairman of the House budget committee, yesterday came out in favour of an energy tax as part of a budget package. The US should address both its fiscal crisis and the energy crisis, he said.

However, he admitted this year's package was likely to fall short of the \$500m (\$26.60m) deficit reduction still officially favoured by the White House.

The Democrats are believed to be considering two versions of an energy tax, but have not until now urged them openly.

One proposed tax would be imposed only if the price of oil dropped from its current level, and might vary inversely with the price of an escalating tax, which would apply a steadily rising incentive to economise, and would give increasing fiscal help in future years. Mr Panetta appears to favour this version.

"From a political point of view it's difficult to do when you've got an oil shock. But this country has got to conserve oil."

He said he hoped the long-term target of a \$500m reduction over five years would stand.

Populist wins Florida governorship nomination

By Anthony Harris in Washington

MR LAWTON Chiles, a populist former senator, has won an impressive primary election victory for the Democratic Party's nomination to run for the governorship of Florida in November.

If he wins the statehouse in Tallahassee, Mr Chiles might upset President George Bush's southern strategy.

Florida is one of the most rapidly growing states in the US, and the next governor will be able to influence the boundaries of the extra House of Representatives constituencies the state will gain as a result of the national census this year.

Mr Chiles, a southern populist of the old school, served three terms in the US Senate before he retired two years ago, declaring himself "burned out". He has since required treatment for depression.

However, he won the primary by more than two to one over Congressman Bill Nelson, whose negative campaign concentrated on questioning the ex-senator's fitness for office.

Mr Chiles was heavily outspent by Mr Nelson, but won by same methods which brought him to the Senate from obscurity as a back-country lawyer. He denounced "big



Chiles: A light again

money politics" (he limited his own supporters' contributions to \$100 each) and lived up to his tag of "Walkin' Lawton" by travelling cheaply on the stump.

For November, Mr Chiles is level in opinion polls with Governor Bob Martinez, a Republican who has problems with his anti-abortion views and past tax proposals.

The governor has denounced the Chiles campaign as "old-fashioned liberal bull". However, Chiles is fancied to win in November.

Argentina and Brazil in further integration step

By John Barham in Buenos Aires

THE BRAZILIAN and Argentine governments have announced a further step forward towards full economic integration of the two countries, superseding previous unworkable mechanisms first mooted in 1986.

Both countries intend to establish a common market by the beginning of 1995.

Uruguay and Paraguay yesterday sent delegations to Buenos Aires to negotiate their inclusion in the new trade organisation.

Nine bilateral working groups have been created to clear the way for progressive tariff reductions and to mull policy on items ranging from weights and measures to farm policy and transport.

However, officials recognised that although both governments are following broadly similar free market policies, harmonisation of economic policy will only be possible once Brazil and Argentina have stabilised their economies by cutting inflation and reshaping the public sectors.

The two governments have requested support from international organisations like the World Bank and the European Community.

Mr José Artur Denot de Medeiros, a member of the Brazilian delegation to talks on integration, said: "We are interested in technical assistance on how one goes about forming a common market and financial help to carry out technical and sectoral analyses."

A mechanism for settling disputes is to be set up under the aegis of the foreign trade departments in the foreign ministries of both countries.

Agriculture policy and the car industry remain obstacles to integration.

Protected Argentine sugar producers are firmly opposed to cheaper Brazilian imports. Mr Juan Schiaretti, the chief Argentine negotiator, said: "Farm policy is tricky everywhere and this is true in our case. But we are not going to let it hold up integration."

The car industry is a more formidable hurdle. A special bilateral government committee has been formed to discuss ways to overcome resistance.

towards the region of local and US investors as well as investors from third countries.

"The challenge consists now in determining the initiative is not converted into an instrument of the US for obtaining outside benefits, given the disparity of economic forces on either side," it said.

The report, the first detailed analysis to appear in Latin America on implications of the Bush plan, said a free-trade area could pull in investors as had happened with the European Community.

Foreign ministers from Sela's member nations are due to meet in Caracas at the end of this week to discuss the plan.

The signing of a free-trade agreement between Latin American and Caribbean nations and the US could constitute a powerful attraction

ITC rules on anti-dumping duties for Asian sweaters

THE US International Trade Commission (ITC) yesterday concluded a major import investigation with rulings that anti-dumping duties must be assessed on sweater imports from Taiwan, South Korea and Hong Kong. AP-DJ reports from Washington.

US imports of man-made fibre sweaters from the three Asian suppliers totalled nearly \$1bn last year.

The Commerce Department ruled earlier that anti-dumping duties, in varying amounts, should be assessed on the imports from the three Asian countries in addition to regular US tariffs that average about 30 per cent.

Sweater imports from Taiwan, South Korea and Hong Kong also are subject to US import quotas under bilateral textile and apparel agreements with all three suppliers.

The ITC concluded that the these imports, sold in large volume to US retail store chains and other importers at "unfairly" low prices, have injured domestic sweater manufacturers, some of whom also have been importing the lower-priced apparel from Taiwan, South Korea and Hong Kong.

Taiwan and Japan signed a reciprocal agreement on income tax exemption for aviation and ocean shipping companies. AP-DJ reports from Taipei.

The accord was signed by Mr Mah So-ly, president of the Association of East Asian Relations, and Mr Norihisa Hasegawa, president of the Interchange Association Taipei Office (Japan) in Taipei.

Mr Mah said the agreement would help create substantive economic ties between the two nations. Taiwan severed diplomatic ties with Japan in 1972, when Japan recognised the People's Republic of China.

Japan became the 17th country to sign such an accord with Taiwan. Taiwan has signed similar income tax exemption agreements with the US, Europe, South Korea, South Africa and Singapore. Japan was Taiwan's second largest trade partner, registering a surplus of \$4.47bn during the first seven months with Taiwan.

WORLD TRADE NEWS

Uncertainty clouds Leipzig Fair's future

THE Leipzig Trade Fair - the twice yearly gathering place for east-west trade - is, like so much else in East Germany, facing an uncertain future.

An increasing number of analysts and businessmen believe the 825-year-old fair is unlikely to celebrate its 830th birthday, or certainly not in anything like its present form.

The spring and autumn fairs have for more than three decades been host to captive delegations of western businessmen who had few other chances of meeting trade officials and company representatives from East Germany and other east European countries.

The fairs were both a propaganda showcase of East German industrial excellence and an important business venue for the Bloc itself.

Now Leipzig stands to lose both its western businessmen who enjoy much freer access through the open East Bloc, and its former comrades who do not want to pay west-

David Goodhart finds the 825-year-old showcase for east-west trade is losing its traditional support

ern trade fair prices in hard currency to meet the same trade officials or western businessmen to whom they now have open access.

The decline is already evident from the current fair, which ends tomorrow. After the success of the spring fair - the first since the collapse of the old East German regime - which had 9,000 exhibitors, the autumn fair can boast only 4,500 stands, well down on the 6,000 expected.

Western, mainly West German, exhibitors are still flocking to Leipzig but many East German companies and other exhibitors from the former East Bloc have pulled out, due in part to economic difficulties.

One official from the Czechoslovakian Trade Ministry complained that the cost of exhibiting was now three times

higher, and it needed to be paid for in hard currency. He added that with such prices it would be better to go to the Hannover Industrial Fair, where at least the telephone functions.

West German businessmen are also starting to wonder whether they still need to struggle with the discomforts of Leipzig with its desperate lack of decent hotels and restaurants, parking space and efficient telecommunications, now that the political barriers to communication have fallen.

Even some of the surviving East German companies, such as the heavy machinery group Sket AG, have said they plan to desert Leipzig in favour of Hannover.

Mr Hans Peter Skihl, head of the West German Chambers of Commerce, says it is self-evi-

dent that Leipzig cannot currently compete with Hannover - the only comparable general industrial fair - or the other specialist industrial fairs spread about the West German cities of Düsseldorf, Cologne, Frankfurt, Munich and West Berlin.

Hannover has invested DM550m (£181.5m) over the last five years in its modern and efficient site, compared with 100m East Marks invested by Leipzig over the last four years in its depressing halls.

Mr Siegfried Fischer, head of the Leipzig Fair, says investment was ignored by his superiors in East Berlin who siphoned off between 30m and 35m Valuta Marks per year. Income from the two fairs in 1989 was about 150m East Marks.

The Leipzig Fair company, and its assets, now belongs to the Treuhand, the trust body charged with privatising East German industry. Mr Fischer says the state of Saxony and the City of Leipzig will between them take a 49 per cent stake.

However Mr Lehmann-Grube, the mayor of Leipzig, admits that he now has no money to spare for the investment needed if the fair is to be made competitive.

However there seems to be a consensus, at least among West Germans, that Leipzig will have to specialise to survive. This is easier said than done as all the important industrial sectors already have their own established fairs in West Germany.

But as Mr Fischer points out, the idea of becoming a "regional" fair in the centre of East Germany's industrial heartland is nothing to be ashamed of. And the need for an east-west business gathering point is not going to disappear completely after the east European revolutions.

Brussels offers sweetener to E European traders

German unification will disrupt economic links with the east, writes David Buchan

THE conversion of this year's Leipzig trade fair into more of a western, than an east-west, event has borne out fears that German unification is causing a sharp contraction in Soviet and east European trade with East Germany.

Alive to the danger that a collapse could undermine its strategy to aid the east, the European Community has taken over responsibility for East Germany's external trade policy on October 3 with the incorporation of that country into a united Germany - has already suggested a palliative to worried traders in the east.

Brussels is proposing to leave open for such traders a temporary hole in the Community External Tariff (CET) which will ring the former East German territory from October 3. If approved by EC governments, the plan would allow Soviet and east European industrial goods to enter the eastern part of Germany free of the CET at least until end-1991.

The Soviet Union has by far the biggest problem. It has accounted for more than half of Comecon trade with East Germany, which in turn has accounted for two-thirds of East German trade with the world.

Overall, the price advantage to Soviet exporters to East Germany of being able to side-step the CET for a while will be minuscule.

Soviet exports to East Germany con-

tain almost the same high proportion of energy and raw materials which bear little or no EC tariff - as its shipments to the existing Community. Thus the average duty on Soviet exports to the EC is only 2.3 per cent, which could soon come down to 1.7 per cent if Brussels maintains its current tariff offer in the late Uruguay Round.

However, the Soviet Union has exported a higher share of machinery to East Germany than to the EC, and Community duties on these goods run at 10 to 15 per cent.

The CET exemption that Brussels is proposing for goods from the Soviet Union and other east European countries, including Yugoslavia, is designed to try to maintain these countries' traditional trade flows with eastern Germany.

The increase in their shipments next year, highly implausible though that might be, would bear the ordinary CET. And the exemption is only for goods circulating on former East German territory.

The flow of goods from east to west inside a united Germany will in any case be controlled by a system of labelling. This is to prevent goods that do not meet EC environmental and safety standards circulating freely around the rest of the Community, as East German manufacturers are given time (in most cases until end-1992) to gear up to EC norms.

EAST GERMANY Comecon Trade 1989*

Trade partners	TRM**	%
USSR	13.20	55.4
Czechoslovakia	2.90	12.2
Poland	2.50	10.5
Hungary	2.00	8.4
Bulgaria	1.40	5.8
Romania	1.10	4.6
Cuba	.57	2.4
Vietnam	.14	0.6
Mongolia	.03	0.1
Total	23.84	100

* Estimated based on annual trade protocols for 1989
** Transmittable Roubles
(Comecon trade represents about 65 per cent of East Germany's trade)

Source: European Communities

But, says one EC official, "a sharp decrease in Comecon trade will still occur because of market forces that have nothing to do with East Germany adopting our tariffs. All we want to do is not to add extra strains to an already difficult situation for the Soviets and the East Europeans."

Causes for the fall-off in trade with the east are East Germany's conversion into a hard currency country in July, the new focus of its businessmen on western markets, upheaval and soaring unemployment in the East German economy, and adjustment problems

besetting countries to the east. Commission officials stoutly resist what they see as a growing tendency of the reforming Comecon countries to blame much of their general economic woes on German unification.

At the same time, however, a knock-on effect of German unification may be to push the EC into more generous concessions for the east. Brussels already plans to extend to Czechoslovakia, Bulgaria and Yugoslavia next year the tariff benefits that Poland, Hungary and to some extent Romania get under the Generalised System of Preferences (GSP).

It is harder to justify giving a military superpower like the Soviet Union the GSP tariff status that is normally awarded to developing countries.

But the Commission has pledged to produce a comprehensive aid programme for the Soviet Union within the next month.

Nothing that Brussels has in mind could, however, ensure eastern countries their share of the East German market.

A recent Commission study suggests "united Germany and/or individual East German enterprises might therefore find themselves in the position of having to guarantee the sales of certain [Comecon] products" for a time. But German subsidies to help Comecon traders would need Brussels' approval, the Commission warns.

Soviet reform plan indicts 70 years of Communist rule

By Quentin Peel and Anthony Robinson in Moscow

ECONOMIC reform plans for the Soviet Union drafted by the closest advisers of President Mikhail Gorbachev and Mr Boris Yeltsin, the Russian leader, represent a devastating indictment of more than 70 years of Communist Party rule.

The programme, summarised in a full-page article in *Izvestia*, the government newspaper, yesterday, seeks to reinstate private property as the very foundation of Soviet society.

It calls for absolute freedom of economic activity for all Soviet citizens, and massive privatisation of state ownership throughout the economy.

The document was drafted over the past four weeks under the chairmanship of the economist Professor Stanislav Shatalin, one of Mr Gorbachev's closest confidants, and a full member of the presidential council.

Its point of departure is the conviction that economic reforms must offer Soviet citizens the real prospect of a better life, whereas Soviet government plans to date have been based on "the rich government versus the poor people."

In the key phrase which rejects the cornerstone of Marxist philosophy, adopted from Proudhon's famous dictum "property is theft," the authors say: "Property in the hands of each individual is a guarantee of the stability of society, and one of the main factors for preventing social and national cataclysm."

"A person who has his own house and his own plot of land... a person who owns shares and other financial instruments, objectively is interested in the stability of the society, and in social and national harmony."

The plan makes clear that, in principle, state property "cannot and must not just be

The "2 plus 4" talks to draft a treaty on the international aspects of German unification have run into difficulty over the issue of Soviet troop withdrawal, diplomats said yesterday. Reuter reports from East Berlin.

Senior officials said the sensitive status of the nearly 370,000 Soviet troops in East Germany, to be withdrawn over the next four years while western garrisons leave Berlin, was holding up completion of the talks.

"It is important for the Soviets to be seen to be releasing Germany into independence, rather than being booted out by the Germans," one diplomat said.

given away," but it provides for the free transfer of ownership of small apartments and private plots.

It says that mass privatisation must not concentrate riches in the hands of the few, but through leasehold, loans and other means, involve "the widest possible layers of society."

The plan calls for what amounts to a Domesday Book type census and inventory of all state and public property prior to privatisation. It devolves economic sovereignty to the republics, which will also be responsible for ensuring the maintenance of a single overall market for the country.

As for the freedom of economic activity for individuals, the plan says: "Nobody is imposing on anybody the type of economic activity to follow. Everybody should be free to choose for himself his own role: to be an entrepreneur, to work for the government, or to work as a manager in a private company... Freedom of choice is at the basis of personal freedom."

EC gives reassurance on chip industry's problems

By Lucy Kellaway in Brussels

THE European Commission must tackle the crisis in Europe's information technology industry by finding ways to boost demand, Mr Maria Filippo Pandolfi, commissioner for research, said yesterday.

During a Commission debate on problems facing European semiconductor producers, Mr Pandolfi sought to reassure his colleagues that the withdrawal of Philips, the Dutch electronics group, from a project studying static memory chips would have minimal effect on the EC's overall research effort.

The Joint European Silicon Silicon Initiative (JESSI) covers a wide range of information technology research, of which static memory chips make up only 6 per cent. The programme will cost \$5bn (\$2.5bn) over seven years.

"While it is certainly not good news, it is far from meaning the collapse of the JESSI programme," Mr Pandolfi said of Philips' decision.

"We are more concerned with tackling the underlying reasons for the crisis in the European information technology industry, rather than individual cases."

The Commission is due to agree a new plan for the chip industry in the next few weeks, which will be put to member states at the end of the month. Discussion so far has proved

difficult, and attempts to help the industry have met opposition from Commission members anxious about protectionist policies.

The semiconductor industry is seen as particularly important because of its influence on the electronics, telecommunications and computer industries.

The Commission is concerned that European chip production accounts for just 10 per cent of the world market, compared with 52 per cent for Japan and 37 per cent for the US. It is also worried that European users are becoming over-dependent on foreign suppliers.

ICL, the British computer company being taken over by Fujitsu of Japan, could remain a member of JESSI if the Japanese authorities reciprocate in some way, Mr Raimondo Paletto, the programme's president, said yesterday, writes Michael Skapinker.

JESSI might ask for European companies to participate in a Japanese project.

Mr Paletto said that foreign-owned companies which showed sufficient commitment to Europe could participate in JESSI.

ICL does not manufacture semiconductor chips, but gives advice from its perspective as a chip user.



A border sign marks the limits of an Austrian military patrol along the frontier with Hungary and Czechoslovakia. Fifteen hundred extra troops have been sent by Vienna to help stem the tide of illegal immigration.

Austria draws the line on immigrants from the east

By Nicholas Denton in Nickelsdorf, on the Austro-Hungarian border

THE 1,500 Austrian soldiers sent yesterday to patrol the country's eastern borders were a grim reminder to the travel-hungry peoples of eastern Europe that frontier controls between east and west still exist.

But the clampdown on illegal immigrants trying to escape economic misery at home and find work in affluent Austria failed to dampen the optimism of some of the Romanians who yesterday reckoned they could make it across the border.

Petre is one of the lucky ones, having succeeded in crossing several times already. He is a young car mechanic from Sibiu, an 18th century city in the heart of Romania and once the centre of the ethnic German minority.

He had worked in Hungary in the black economy before managing to obtain an Austrian transit visa. Once across the border, he joined up with a friend and both then worked illegally in a carpentry shop in Vienna. There he earned about \$1,000 and was given a roof over his head, returning to Hungary from time to time to elude the Austrian authorities.

Other Romanians are less fortunate. Yesterday border guards checked all the Romanian Dacias, the nearest thing to the East German Trabants. They opened the cars' boots, searched the baggage and went through documents. Romanians watched with envy as the smart cars with German, French, Italian and Dutch number plates were waved through.

About a quarter of all the Romanian cars are turned back for lack of visas, which Romanians

have needed since March. Those without often attempt the passage at night when, they hope, guards will be sleeping and the light too dim to make out number plates clearly. Those who fail often try to cross illegally over fields a few miles from the road.

The wave of illegal immigrants is nothing new to Mr Johann Deimel, an Austrian border guard. He reckons 100-150 Romanians a day try to cross, and often illegally. "We manage to catch 10-15 per cent at most," he said.

Those caught were returned to Hungary. "The Hungarians pick them up and put them on the train. Twenty kilometres later they get out and try again to get to Austria: two, three times."

The new Austrian regulations are bound to upset Hungary. It does not want an influx of Romanians any more than the Austrians do. Hundreds of ethnic Hungarians and Romanians are already seeking refugee status in Hungary.

Mr Ion Ilescu, the Romanian President, said yesterday that a boycott by the west against his country had seriously damaged Romania's economy. Reuter adds from Belgrade.

"At this moment we have serious problems because international banks are refusing us credits," he said in Belgrade, before ending a three-day visit to Yugoslavia - his first foreign trip since becoming President last June.

Western countries have shunned Mr Ilescu, complaining of human rights abuses in Romania. The US froze aid plans in protest in June after miners summoned to Bucharest by Mr Ilescu crushed anti-government unrest.

Britain braced for an oil price 'shockette'

The UK economy is less vulnerable than most to Gulf events, writes Rachel Johnson

THE SHAPE of the world oil market leaves the export-driven UK economy less affected than most by the crisis in the Gulf. Analysts are talking coyly of an oil price "shockette" rather than the long sharp shocks which buffeted the world economy in 1974 and 1979.

Uncertainty, however, is still the main theme in economic assessments of the impact of higher oil prices on the UK economy, which was weakened even before it was hit by the inflationary blow of an oil price rise at the beginning of last month.

Oil prices have risen from \$16 a barrel in pre-crisis July to \$33.75 the day after Iraq invaded Kuwait and have since hit a high of \$32. Yesterday, they were at around \$29.50 a barrel.

However, the dynamics of the oil market have changed, meaning these prices are still



looking low. In real terms, yesterday's levels were still two-fifths lower than their 1985 levels in sterling, yen, D-Mark and dollar terms.

Meanwhile, sterling has chased oil prices up on the international perception that it is still a petro-currency. This is partly a psychological phenomenon: UK oil production, in volume terms as a percentage of gross domestic product, has been falling steadily since 1984 to just about 1 per cent. Ster-

ling, none the less, has been the hot favourite on the foreign exchanges - apart from the slump prompted last Friday by speculation that the authorities wanted to take the pound into the exchange rate mechanism (ERM) over the weekend with an interest rate cut.

It is thus in very volatile circumstances, both in the Gulf and in the markets, that analysts deliver their rough scenarios for the UK economy.

Most point out that the Gulf crisis has cast further confusion over sterling joining the ERM. The potential strain between petro-sterling and existing ERM currencies could delay entry, especially while the markets are so nervous.

Furthermore, to wait 11 years and then join in the throes of a crisis would not smack of sound economic management.

Yet the UK economy is fairly well-insulated, even though its inflation rate is already high,

at nearly 10 per cent. This is because the UK and Canada are the only net energy exporters in the group of seven leading industrial countries. Self-sufficiency gives the UK, the world's ninth largest oil exporter, more resilience than oil importers to gyrations in the oil price.

Also, petrol price rises replenish government coffers with a bigger tax take. A \$10 rise in oil prices will raise government revenues by \$1.5bn, according to some estimates.

Within the current account, the visible oil trade balance will improve. (This could be offset by a deterioration in the invisible balance due to a rise in profits abroad for foreign oil companies operating in the North Sea.)

On the trade side, the UK forsakes about \$4.5bn worth of exports to the Gulf - about 5 per cent of its total exports. "Economic sanctions, if fully

effective, would reduce UK exports by \$60m a month," say stockbrokers James Capel.

The negative impact of the crisis will be in the form of lower growth and higher prices: inflation plus recession. Most economists have reduced their forecast for GDP growth in 1991 by a quarter of a percentage point and increased their forecasts for inflation by half a point.

But should sterling keep its strength during the crisis, the inflationary impulse of the oil price rise should be curbed through lower import prices and a squeeze on profit margins. This could rule out an interest rate rise to curb the inflationary threat.

This is the last in a series of articles about the impact of the oil price rise on leading European economies. Previous articles appeared on August 29, 30, 31, September 4, 5. Economic viewpoint, Page 24

France may push energy saving

By William Dawkins in Paris

FRANCE'S 1991 budget, to be presented next week, could introduce a range of tax and other measures to encourage energy saving in the face of the Gulf crisis, Mr Roger Fauroux, the Industry Minister, said yesterday.

While the Government was not making a big readjustment to its September 12 budget plans, it wants to respond early to the rise in oil prices, he told a parliamentary committee. "We must prepare countermeasures," he said.

The Government is considering tax incentives for investments in energy saving equipment by companies and individuals, partial deductions on VAT on domestic fuel oil, plus a publicity drive to enforce speed limits and to encourage private and corporate property owners to cut back on central heating.

France was relatively well protected by its high dependence on nuclear energy and good record on industrial energy saving, he said. Its 65m tonnes petroleum equivalent (TPE) annual nuclear production compared with Kuwait's entire 75m tonnes annual oil output.

Mr Fauroux estimated that a \$25 per barrel (pb) oil price would add FF83bn (\$3.13bn) to next year's trade deficit, on top of the FF44bn deficit recorded in 1989.

If the average oil price held at that level through the second half, France's energy bill would rise by FF12bn on top of last year's FF83bn energy spending, he said.

This would add between 0.5 and 1 percentage points to the inflation rate and reduce growth by the same amount next year. Inside, the state economic institute, has already downgraded its growth forecast for this year from 3.2 per cent to 2.6 per cent and lifted its end of year inflation figure by half a point to 3.6 per cent.

Mr Fauroux said that the chemicals industry, which is largely state-owned, seemed likely to be hit hardest by higher oil prices, though Rhône-Poulenc's diversification into fine chemicals and pharmaceuticals left it relatively well placed.

If the oil price held at \$25pb, the French chemicals industry's energy costs would increase by 20 per cent next year from 1989 levels, rising to 33 per cent at \$30pb. The same figures for French industry as a whole were 4.5 per cent and 7.4 per cent.

Lisbon sets new sights for next year

By Patrick Blum in Lisbon

THE PORTUGUESE Government, already wrestling with an overheating economy and a recalcitrant inflation rate, is having to rethink its economic targets for 1991 because of the Gulf crisis.

For a small country trying to modernise and catch up with its European partners, the threat of a further inflationary boost from higher energy prices is particularly unwelcome. Portugal imports around 80 per cent of its energy and is highly dependent on oil, which in 1988 represented about 67 per cent of energy consumption. Since 1985, oil imports have grown by more than 50 per cent, reflecting the country's accelerated growth in the second half of the decade.

Economists believe the Government will have to adjust its forthcoming budget to take account of the impact of oil prices on inflation and the current account balance. The Government ordered rises in fuel prices ranging from 5 per cent to 8 per cent this week, following similar increases decreed less than two months ago, before the Gulf crisis erupted.

Its target of bringing inflation now running at close to 13 per cent on an average annual basis - to around 10 per cent this year is certain to be exceeded.

Romanian factories could be shut down by power cuts this winter so energy can be diverted to stop people freezing in their homes, a senior Energy Department official said yesterday. Reuter reports from Bucharest.

He said contingency plans would be made at the end of September identifying which areas of industry to ration if inadequate fuel supplies or failures at antiquated power stations hit electricity output.

Hungary has drawn up emergency plans to restrict energy use in case oil supplies from the Soviet Union drop further or dry up completely, the Trade and Industry Ministry said yesterday. Reuter reports from Budapest.

The official MTI news agency said the brunt of restrictions on consumption would fall on heavy industries and that private consumers would be the last to be affected by any squeeze.

The Polish Government has cancelled construction of its only nuclear power plant, a Soviet-designed reactor that raised cost and safety concerns, the official news agency reported yesterday. AP reports from Warsaw.

Bonn cabinet posts for E Germans

CHANCELLOR Helmut Kohl will bring four prominent East German politicians into the all-German government to be formed after unification on October 3, writes David Marsh in Bonn.

The new cabinet members, who are likely to take office as ministers without portfolio, will be headed by Mr Lothar de Maizière, the East German Prime Minister. Ms Sabine Bergmann-Pohl, president of the East German parliament, and Mr Günther Krause, state secretary in charge of unity negotiations, will also probably be given jobs. All three are Christian Democrats.

Mr Rainer Ortleb, deputy leader of the all-German Free Democratic Party, junior partner in the Bonn coalition, is also likely to receive a cabinet post.

Meanwhile, unemployment in East Germany rose to 381,286 in August, up a third on July. The number on short time working more than doubled to 1.4m from 656,000 in July.

Polish jobless

The number of jobless in Poland has risen to more than 300,000, topping 8 per cent of the workforce for the first time since the country embarked on the free market economy, Reuter reports from Warsaw.

After a monthly leap of 121,000, there were 820,283 people or 8.1 per cent of the work force registered as unemployed on August 31, a Labour Ministry spokesman said yesterday.

Yugoslav expulsions

Four human rights officials were yesterday expelled from Yugoslavia in what may be the beginning of a concerted anti-western campaign by the republic of Serbia, writes Laura Silber in Belgrade.

Police detained officials of the Helsinki Federation, a human rights monitoring group, outside the town of Prizren in Kosovo.

They were accused of distributing hostile leaflets, ordered to leave within 48 hours and told they could not return to Yugoslavia for three years.

Their expulsion coincides with attacks on the US in the Serbian media.

SUN ALLIANCE

INTERIM STATEMENT

The estimated results for the six months ended 30th June, 1990 are set out below with the comparative figures for 1989.

	6 months to 30th June 1990 (unaudited) £m	6 months to 30th June 1989 (unaudited) £m	Year 1989 (audited) £m
Premium income -			
General insurance	1,357.9	1,254.6	2,475.3
Long-term insurance	411.8	387.0	810.6
	1,769.7	1,641.6	3,285.9
General insurance underwriting result	(314.9)	11.0	(63.7)
Long-term insurance profits	23.6	17.4	40.5
Investments and other income	172.3	168.0	341.8
Profit/(loss) before taxation	(119.0)	191.4	318.6
Taxation	(12.0)	58.0	90.9
Profit/(loss) after taxation	(107.0)	133.4	227.7
Minority interests	5.4	5.3	12.3
Profit/(loss) attributable to Shareholders	(112.4)	128.1	215.4
Earnings per share	(14.2p)	16.2p	27.3p

TERRITORIAL ANALYSIS OF GENERAL INSURANCE RESULTS

	6 months to 30th June 1990	6 months to 30th June 1989	Year 1989
	Premium income £m	Underwriting result £m	Premium income £m
UK	859.6	(263.0)	1,569.0
Europe	209.0	(54.1)	369.3
USA	125.8	(1.0)	262.7
Canada	51.7	(2.7)	63.7
Australia	54.5	(10.0)	109.7
Other overseas	57.3	(4.1)	104.9
	1,357.9	(314.9)	2,475.3

DIVIDEND

The Directors have declared an interim dividend for 1990 of 5.0p per share - an increase of 11% on the interim of 4.5p per share in 1989. The dividend, costing £39.6m, will be paid on 1st December, 1990 to shareholders on the register at close of business on 5th October, 1990. The scrip dividend alternative will again be offered.

SHAREHOLDERS' FUNDS

The Group's net assets at 30th June, 1990, excluding the value of long-term business, were estimated at £2,568m (\$1,128.9m). The solvency margin was 102% (31.12.89 119%).

5th September, 1990

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UK NEWS

FARNBOROUGH AIR SHOW

Boeing confirms Japanese interest in new airliner

By Paul Betts, Aerospace Correspondent

SENIOR executives of Boeing, the US aircraft manufacturer, yesterday confirmed that Japan could play a leading role in the launch of the 767X, a new wide-bodied twin-engine airliner, being developed at a cost of up to \$5bn.

Boeing officials at Farnborough, Britain's commercial air show, said the Japanese were showing interest as launch customers.

All Nippon Airways (ANA) the Japanese carrier, is now seen by many airline industry experts as a possible launch customer for the new Boeing aircraft, which will compete with the Airbus A330 and the McDonnell Douglas MD11 tri-jet.

The Japanese carrier is expected to take a decision on a big aircraft fleet expansion programme in the coming months. It has shown interest in the new Boeing aircraft and, should it commit itself to the 767X, it could provide the necessary catalyst for Boeing to launch a programme.

Up to now, United Airlines (UAL) of the US appeared as

the most likely candidate to become the launch customer of the new Boeing aircraft, but that has been made less likely by UAL's difficulties over its management buy-out and growing uncertainties in the US airline industry caused by the Gulf crisis and a weakening US economy.

Boeing executives said it would not be the first time one of the company's commercial aircraft programme was launched following initial orders by foreign carriers. Lufthansa was the original launch customer of the 737 programme and British Airways was the joint launch customer with Eastern Airlines of the US of the Boeing 767. BA is also a potential customer of the 767X.

Three Japanese groups, Kawasaki, Fuji and Mitsubishi are planning to take a 15-20 per cent risk-sharing interest in the programme. Boeing is discussing participation with other international aerospace companies. American Airlines and Delta Airlines are both understood to be interested in the new aircraft.

Sardinian airline buys four BAe aircraft

By Haig Simonian in Milan

BRITISH Aerospace, the UK aircraft and defence manufacturer, has sold four BAe 146/200 commuter jets to Alisarda, the private-sector Italian airline controlled by the Aga Khan.

The Sardinia-based carrier has an option on a further four BAe 146s, either of the same type or of the larger BAe 146/300 variant.

British Aerospace will lease Alisarda four aircraft from next April in order to bridge the gap until the first deliveries in 1993. As a result, the airline will be able to proceed with the planned expansion of its short-range international routes.

Mr Franco Trivi, Alisarda's managing director, said it had chosen the quiet and environmentally friendly BAe 146 in view of its plans to develop flights out of Florence.

Florence airport is extremely close to the city centre and has a short runway, which severely handicaps profitable use of other similar-sized jets, he said. Alisarda plans to use the BAe 146 aircraft for flights from Florence to a number of major European cities.

Cancelled US aircraft opens door for European project

THE US NAVY'S decision to cancel the Lockheed P-7A maritime patrol aircraft programme is likely to boost the chances of broad European collaboration to develop a new naval patrol aircraft, writes Paul Betts.

Mr Serge Dassault, chairman of the French Dassault military aircraft and business jet group, said European aerospace groups were again looking seriously at the joint development of a new

maritime patrol aircraft.

Initial discussions on the development of such an aircraft had been handicapped by the West German and the UK interests in the US Lockheed naval patrol aircraft.

Mr Dassault, however, said the US decision to cancel the P-7A project had reinforced the chances of European co-operation for the development of a European naval patrol aircraft, nick-

named the Euro patrol.

Dassault had already invited other European aerospace companies to discuss the project and was encouraging the governments of France, Germany, the UK, Italy, Belgium and Spain to consider a new European collaboration venture in this field to meet the needs of the respective countries' naval patrol requirements.

Dassault currently produces the

Atlantique 2 long-range maritime patrol aircraft.

Dassault officials also said yesterday that the French Rafale fighter aircraft project was going ahead on target. Rafale is the French rival to the forthcoming European Fighter Aircraft programme.

Dassault is due to deliver the first Rafale production aircraft to the French armed forces in 1996.

Rolls-Royce poised to win order from Garuda

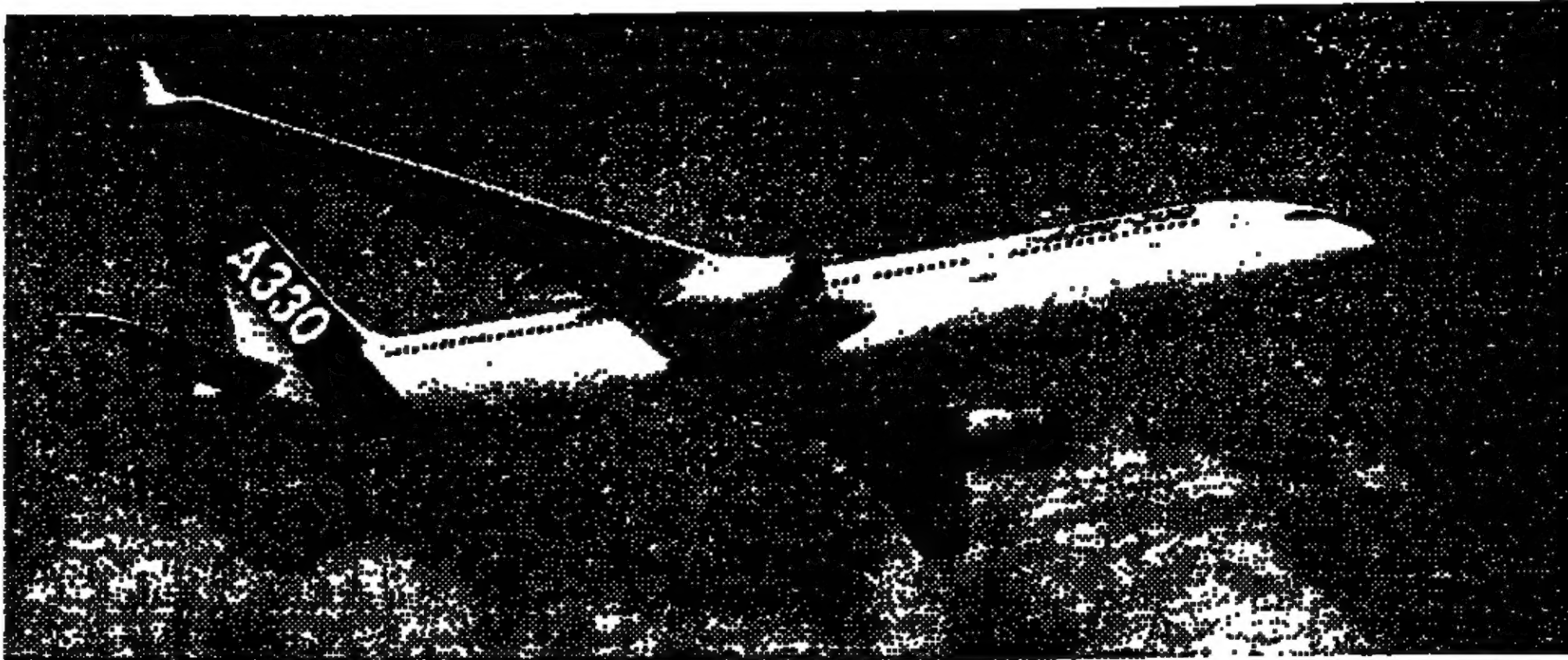
By Paul Betts

ROLLS-ROYCE, the UK aero-engine group, is poised to win an engine order worth about \$100m from Garuda, the Indonesian flag carrier, to power the airline's fleet of Airbus A-330 wide-bodied aircraft.

Garuda has ordered nine twin-engine A-330s from the European Airbus consortium for delivery in 1996 and 1997, which will be equipped with the powerful Rolls-Royce Trent engine.

The Garuda deal is a significant breakthrough for Rolls-Royce in the fast-growing Asia-Pacific commercial aircraft market. Garuda had been expected to opt for the US Pratt & Whitney PW4000 engines.

The airline appears to have been told by the Indonesian Government to select the Rolls-Royce engine. The Government in Jakarta is also



Made to order: an artist's impression of the twin-engine A330 ordered by Garuda

understood to have told Garuda to opt for US General Electric engines to power future Boeing 747 purchases.

The Government's decision appears to reflect the close ties

developed by Rolls-Royce and GE with the Indonesian aerospace and aero-engine industry. Indonesia has long had big ambitions to develop a fully-fledged aircraft manufac-

turing industry.

The deal is also important for Rolls-Royce because it will help expand the customer base for the UK group's Trent engine. Rolls-Royce has

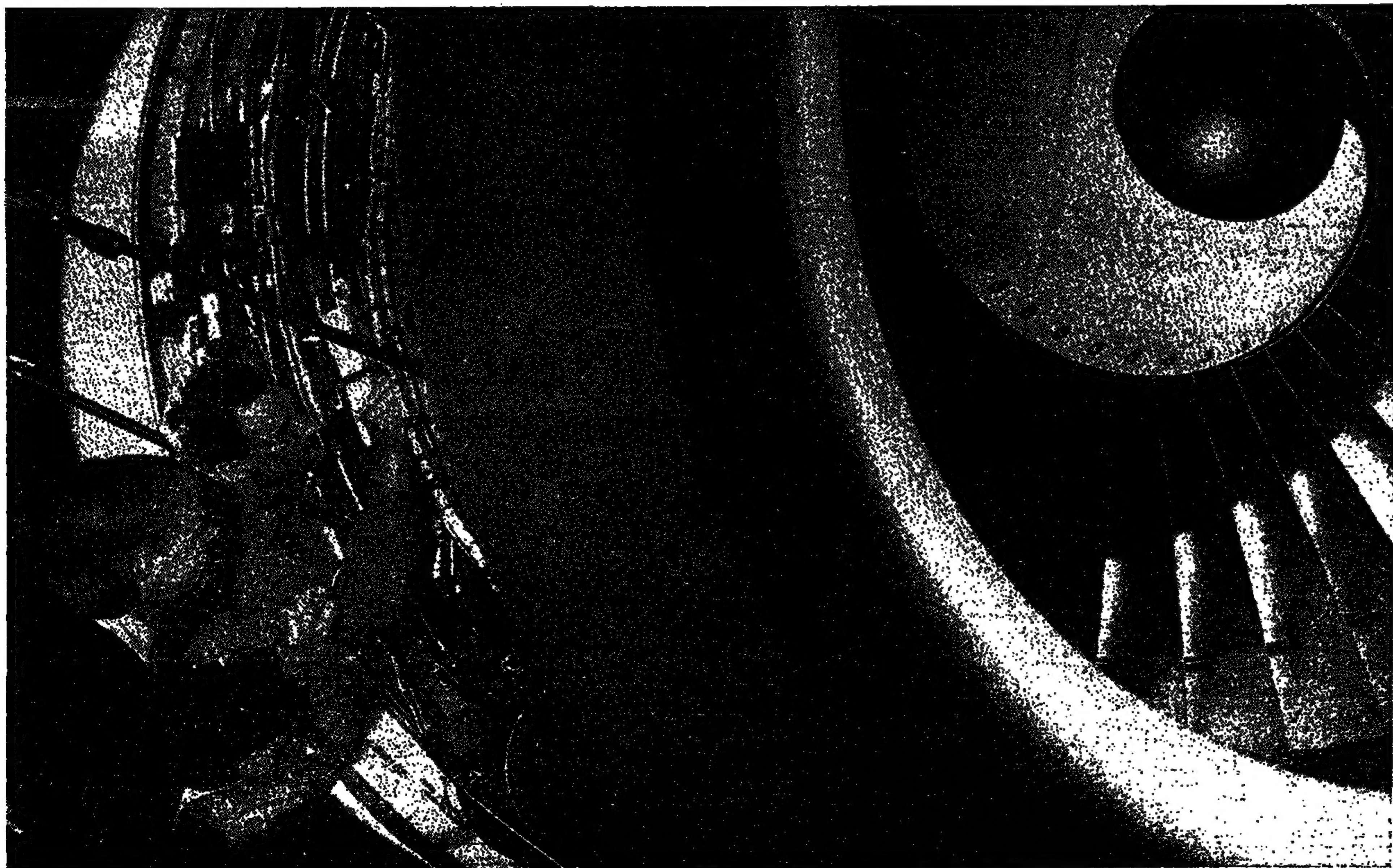
secured orders for its big thrust engine from Cathay Pacific of Hong Kong and TWA of the US to power A-330 wide-body aircraft.

Rolls-Royce, GE and Pratt & Whitney are now involved in an intense battle to increase their market penetration in the big engine market. Growing demand for big thrust engines manufactured by all three companies is expected to continue as airlines place orders for new wide-bodied aircraft.

All three engine makers confirmed at the Farnborough air show this week their plans to develop even bigger thrust engines in the future.

Rolls-Royce is working on more powerful versions of the Trent; Pratt & Whitney is developing a growth version of its PW4000 engine family; and GE is working on a \$10m-\$15m new engine programme, the GE90.

Our most important investment in perfection is our investment in the best people. Lufthansa.



Any organisation that adopts the wholehearted pursuit of uncompromising quality and perfection as its company philosophy, simply cannot economise in the one area that is even more important than the most important technology: people. True, it's an expensive approach, but it's one that we will never be diverted from. Because it's becoming more apparent every day that with many companies the cost of ever-increasing competitiveness is being paid for by their passengers. In short, reduced fares

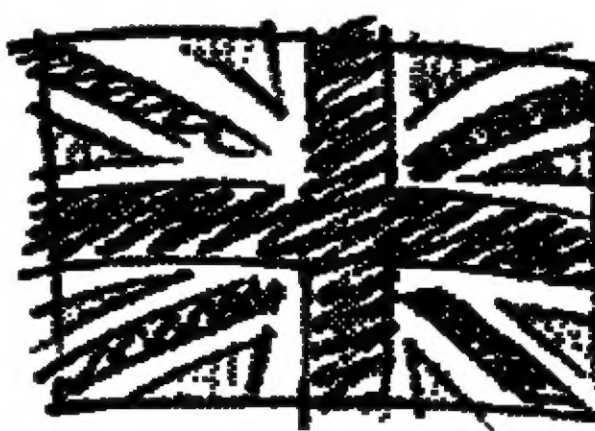
can often be at the expense of technical and maintenance services. In contrast, Lufthansa invests DM 1.1 billion every year in an uncompromising servicing and maintenance system. Some 11,000 technicians, true to the ethic of "German engineering perfection", spend several years being trained in a system that sets worldwide industry standards. And this know-how is then translated into action with the aid of the very latest technologies. For instance, it's translated into what are probably the

toughest engine checks anywhere in the world at Lufthansa's own engine centre, which is the biggest of its kind in the world outside the USA. There they overhaul our engines so that they always fly "as new". That's what we call Lufthansa perfection. We're determined to do everything we can to ensure you can always enjoy the good feeling of flying Lufthansa. And that's why we always choose our people in exactly the same way as you choose your airline: always number one for quality.



Lufthansa

BRITAIN IN BRIEF



Soccer clubs fail to score profitably

The vast majority of British football clubs are still unprofitable according to a survey by Jordans, the research group, which is due to be published shortly.

Only 24 of the 126 English and Scottish clubs on which Jordans has figures, made a profit in 1989 and only five achieved turnover of more than \$2m. A previous survey by Jordans in 1987 estimated that 80 out of the 92 English League clubs were technically insolvent.

Jordans notes that the gap between the elite clubs in the First Division and the smaller clubs in the lower tiers is widening. Arsenal was the most profitable club in 1989, making \$1.65m pre-tax, while Manchester United had the highest turnover - \$7.6m. Dundee appeared to be the club with the highest margins, earnings profits of \$420,000 on turnover of \$226,000. Queens Park Rangers lost \$2.6m on turnover of only \$2.3m.

Motor trade deficit falls

THE UK motor industry trade deficit fell by 13.1 per cent to \$2.57bn in the first six months of the year from \$2.92bn a year ago, according to figures released by the Society of Motor Manufacturers and Traders.

The motor industry is one of the biggest factors behind the overall UK trade deficit, but its contribution has begun to fall in the last nine months, largely as a result of the recession in the UK new vehicle market.

There was a 3 per cent rise in the value of car imports to \$3.93bn; a 34.5 per cent fall in the value of commercial vehicles imports to \$356m; and a 9 per cent rise in components imports to \$2.82bn.

Sumitomo gets £220m stake

The agreement by Sumitomo Life Insurance Company of Japan to pay £220m for a 52.5 per cent stake in the new headquarters of US bank J P Morgan is believed to be the second largest investment ever made in the London property market. It is outstripped only by the \$250m purchase of Landsdowne House in Berkeley Square in May.

The new office complex, at 60 Victoria Embankment, near Blackfriars Bridge on the north bank of the Thames, will be completed next year.

J P Morgan bought the site, which was previously occupied by the City of London schools, in 1987. It expects to spend a total of \$720m (£343m) on acquisition, construction and fitting-out costs.

J P Morgan said that the deal presented an attractive financing alternative. It did a similar deal over its New York headquarters in 1988, when Dai-ichi Mutual Life paid \$400m for a 49 per cent stake.

Extension plan for tube line

Developers planning a \$1bn urban regeneration scheme in the Bishopsgate area of east London have offered £50m towards the estimated \$121m net cost of extending the East London underground line through the site.

The offer will be welcomed by the Government as a boost to its efforts to attract private sector contributions to the cost of extending and improving London's underground system and other transport projects.

These efforts have so far had limited success. The most notable achievement has been a \$400m contribution from a consortium led by Olympia & York, the main developer at Canary Wharf in London's Docklands, towards the estimated \$1bn cost of extending the Jubilee Line eastwards to Docklands and Stratford.

House market remains slow

The depression in the UK housing market continued to deepen in August, even though the prices for new houses rose slightly, according to figures published yesterday by Halifax Building Society.

The Halifax House Price Index suggests that the general level of house prices now stands 1.8 per cent lower than it did a year ago.

House price levels have fallen slightly since July when they were 1.7 per cent down on the previous year. However house prices as a whole fell by only 0.4 per cent in August after adjustment for seasonal figures, compared to a 0.6 per cent fall in July.

August was the seventh successive month in which house prices have fallen, dashing hopes of a recovery in the housing market by the end of the year.

Glass industry expansion

Sheffield's growing importance as a centre for the glass industry was underlined with the announcement that furnace manufacturer King, Taudevin and Gregson (KTG) is to relocate its electric furnace division from Southend, Essex.

The move will create one hundred jobs, though around thirty are expected to be taken by relocating staff. The company also announced that it is to spend \$3.2m on a new headquarters in the city.

The company exports almost 70 per cent of its production and has an international order book worth \$30m.

Pan Am jet in emergency

A Pan Am jumbo jet with 400 people aboard made an emergency landing at London's Heathrow airport after a wing panel fell off, an airline spokesman said. "The landing was normal and the captain didn't experience any handling problems," he said.

Bridge for sale

A historic toll bridge dating to the 18th century is on sale in western England. The new owner will be able to collect 100,000 tolls a year tax free. The crossing over the River Wye in Herefordshire, is being sold with a 200-year-old cottage. Offers of more than £200,000 are invited for the bridge.

Police to question Soviet miners over strike funds

By Mike Smith

FRAUD Squad detectives will today question four Soviet miners about money collected in their country during the 1984-5 UK pits strike.

The four members of the breakaway Soviet Democratic Labour Movement are on a fact-finding trip of Britain.

The Russian miners yesterday condemned as a "scandal" and a "deep outrage" the fact that the £1.5m they collected is still being held by the Paris-based International Miners' Organisation, of which Mr Arthur Scargill is president, more than five years after the NUM dispute ended.

Attempts by the NUM to gain possession of the disputed funds were thrown into further confusion yesterday when Mr Alain Simon, secretary general of the IMO, insisted that the cash was donated for international purposes and that "the fund is not for the NUM".

Prior to yesterday, the NUM's four-man team leading the fight to regain the disputed cash had hoped to win the IMO's consent for transfer of



Refusal: Alain Simon

the funds next Monday when they will visit the organisation's Paris headquarters along with Mr Scargill, the NUM leader, and Mr Peter Heathfield, union secretary.

However, Mr Simon said yesterday that nothing could be decided until a September 18 meeting of the IMO executive committee. He refused to accept that the NUM had proof

that it rightly owned the money and said he had evidence to the contrary.

Mr Simon added that much of the disputed money had already spent for the benefit of UK miners.

Yesterday's statement by Mr Simon increases the likelihood that the NUM will revive legal action against Mr Scargill and Mr Simon for the money. Mr Scargill is also under increasing pressure to resign his presidency of the IMO.

There was further embarrassment for Mr Scargill yesterday with the disclosure of a letter to Mr Simon from a Soviet union leader expressing shock that the IMO lent £150,000 to the British miners leader and to Mr Peter Heathfield, NUM secretary.

The letter, written by Mr Anatoli Kapustin, deputy chairman of the Central Soviet of the Union, the Soviet equivalent of the TUC, is highly critical of the IMO's handling of finances and calls for a "radical democratisation" of its activities.

EC farmers take law into their own hands

Richard Gourlay on the inequalities for producers working under community policies

WHEN FRENCH farmers ambush Welsh trucks and set fire to hundreds of live sheep, as they have done in recent weeks, prospects for a single European market in agricultural produce by 1992 hardly look rosy.

Angry Welsh farmers, who descended on London from the valleys this week have so far been restrained, limiting their protests outside the French embassy to the waving of Welsh flags and cheeky posters showing stockinged legs drenched with the slogan "knickers to French produce".

Recent events, however, have awakened memories of the lamb wars of the late 1970s and have prompted Sir Simon Gourlay, the president of the National Farmers Union, to try to dampen the retaliatory zeal which is beginning to surface.

Mr Brian Morgan, a sheep farmer from Brecon and Radnor commented: "The French sell a lot of wines and apples in this country. We are law abiding but I don't think our government should assume that our farmers are going to go on taking this."

In this atmosphere of distrust, a case might be made to suggest that the European Community is reaching the limits of free trade in agricultural produce.

Faced with the loss of a traditional industry and jobs because the market's invisible fingers say other producers are more efficient, farmers take the law into their own hands to protect their livelihoods.

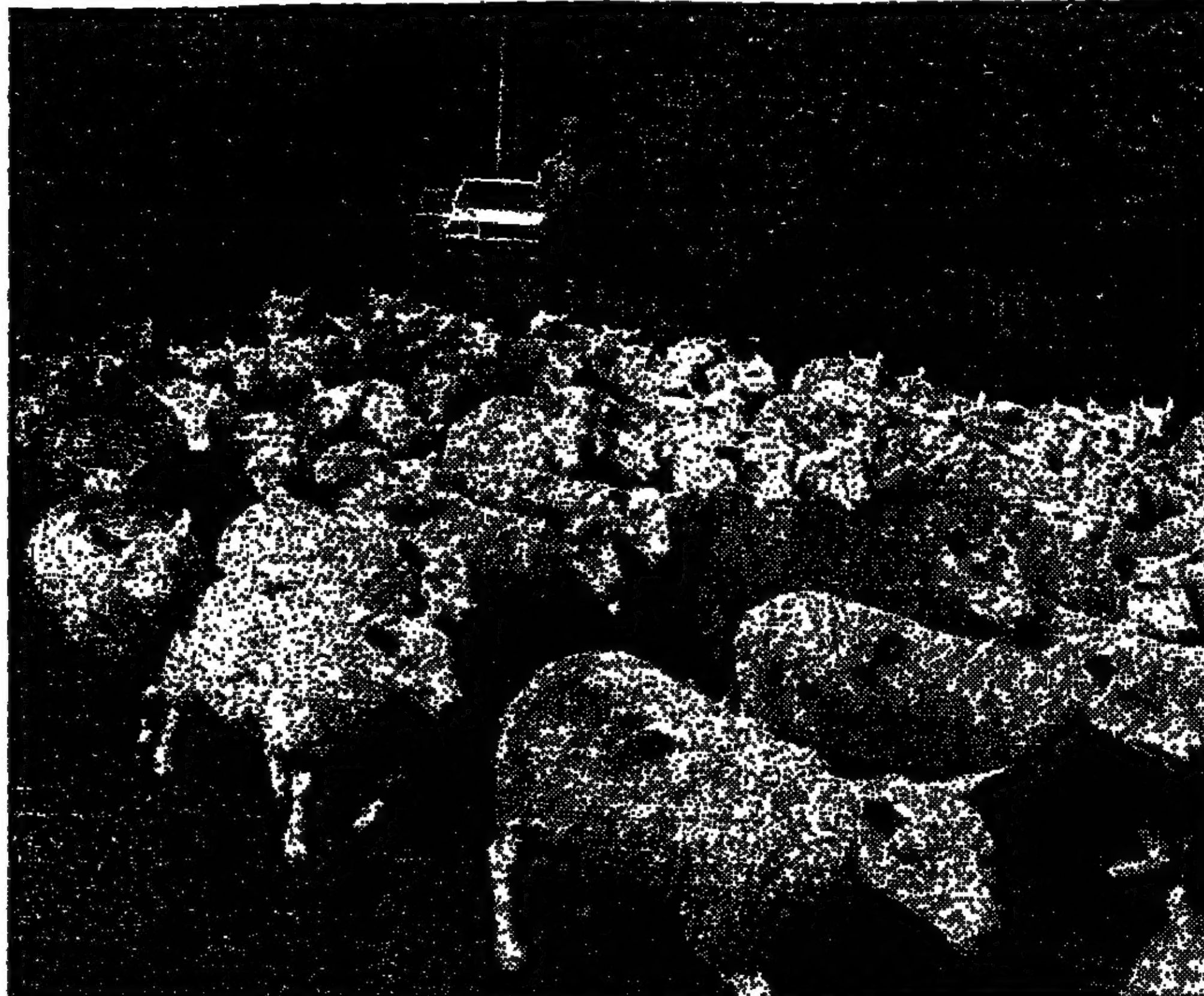
The Common Agricultural Policy (CAP) - the EC's first, and for a long time only, common policy - not only looks expensive, far from common and the wrong instrument for keeping farmers farming.

But the case can be overstated. French sheep producers have to deal with peculiar structural problems faced neither by fellow farmers in France nor by foreign counterparts growing dairy, cereal or other produce.

French sheep raising is almost exclusively confined to small farms which are inefficient compared to larger British and Irish farms.

In common with their Welsh counterparts Irish sheep farmers have been running the gauntlet of angry French farmers.

As the CAP's lamb regime



Quieter times: the Welsh sheep industry may face a more turbulent future.

has evolved, British and Irish producers have also benefited relatively more from EC price support than French sheep farmers because of the structure of the regime.

Levels of EC support are less generous than a few years ago, although it remains relatively profitable to expand production in the UK while it is less so in France, partly because of the differing economies of scale.

European Commission figures show that UK sheepmeat production rose 20 per cent to 342,000 tonnes in 1988 over the previous eight years.

The comparable rise in Ireland was 28 per cent, to 50,000 tonnes, while French production fell 13 per cent to 151,000 tonnes.

Furthermore, the growth of UK and Irish production and exports has accelerated in the last few years, partly because of growing demand in Germany and France which has not been met by local producers.

Finally drought in Europe

and fears of disruption to middle east markets, because of the Gulf crisis, have added to French farmers' difficulty in coping with the 20 per cent fall in sheep prices seen this year.

Where sheepmeat farmers differ from most other CAP producers is that they have either been clear winners or clear losers over the past decade.

Problems in beef production caused by overproduction and exacerbated by increases in East German sales, for example, have hit European farmers more or less equally, although this has not prevented French farmers from destroying East German carcasses recently.

Reforms of the dairy and, to a lesser extent, cereal regimes, designed to curb the cost of CAP price support, have had a less significant impact on incomes.

This has eased the pain of reform. But French sheep farmers have been clear losers. While demonstrators in Lon-

don might be justified in complaining that the French Government has been slow to protect the free flow of Welsh sheep to abattoirs in France, there seems to be little question that EC member states remain committed to the single market in agricultural goods.

France's unilateral decision last June to ban British beef exports because of BSE, so-called "mad cow disease", was a more serious demonstration of how Community policies and the impetus towards 1992 appeared to be compromised.

"In that case it was more serious because it was governments that took the action - now it is a section of a national community," says Mr Steven Rossides, the NFU's director in Brussels.

The real root of the recent violence appears to stem from the structure of French agriculture.

While much of the industry is very efficient, particularly in the Paris cereal basin, a large proportion of it - including

the sheep industry is marginal, with small farms and ageing farmers who are unable to compete - even with generous price support.

Tolerance of the radical French farmers' slaughter of live sheep and destruction of carcasses reflect a continuing decline of rural France; officials on both sides of the English Channel see it as a political problem.

In fact, European Community farm ministers appear recently to have found a surprising unity in working towards a common market in produce, according to Mr Brian Gardiner, a Brussels-based agricultural policy consultant.

Earlier this year, when ministers agreed on a policy to slaughter cattle affected by foot and mouth disease rather than to continue the policy of vaccination they demonstrated an unexpected resolve.

Paris arguably had most to lose by the change, given the pharmaceutical industry's lobbying to protect a large market. Equally, the agreement on British beef exports, following the battle over BSE or mad cow disease, showed that although ministers might have fought their national corners none were prepared to jeopardise the free movement of produce over the long term.

However, Mr Gardiner and other Brussels observers say the recent slaughter of Welsh sheep by French farmers, apart from highlighting France's reluctance to police free movement of goods adequately, does demonstrate a fundamental weakness in the CAP.

"The CAP can not deal with agricultural adjustment," he says. "You can not blame the CAP because adjustment is beyond the scope of the thing."

The CAP is basically a price support system which needs to be changed from a market oriented policy to a social one.

Faced with threats to their livelihoods, few farmers are likely to give too much time to the niceties of free movement of agricultural goods.

The periodic burning of sheep and the destruction of carcasses are likely to continue until the CAP, or another EC policy, recognises the special needs of farmers pushed to the wall by community wide changes to the pattern of agriculture.

Move to mirror pay codes in Japan and West Germany

Unions warn of ERM job losses

By John Gapper

BRITAIN'S trade unions yesterday said they would reject statutory wage restraint under a Labour government. They also warned that they would not accept limits on pay to avoid job losses after the country enters the Exchange Rate Mechanism of the European Monetary System.

The annual Trades Union Congress in Blackpool, north west England, voted not to accept pay norms if the opposition Labour Party is elected to power, although it gave guarded support to working under a system of co-ordinated national pay bargaining based on practices in Japan and West Germany.

The debate came amid government concern about the inflationary effect of high wage settlements. Some unions want the TUC, Labour and the Confederation of British Industry, the employers' organisation, to

hold annual talks on the right level of pay settlement if Labour is elected.

Mr John Smith, the opposition finance spokesman, said afterwards there would be "no 5 per cent, 8 per cent or 10 per cent pay norms" under Labour. But he said the party favoured a broad dialogue on pay with unions and employers.

The TUC will now study how co-ordinated pay bargaining works in other countries, although Labour's leaders are wary of being drawn into anything resembling the ill-fated Social Contract on pay under Labour in the late 1970s.

Leaders of left-wing unions insisted they would not accept any return to incomes policy. Mr Doug Hoyle, president of the MSF general technical union and a Labour MP, said both the TUC and Labour would be "doomed" if wage restraint returned.

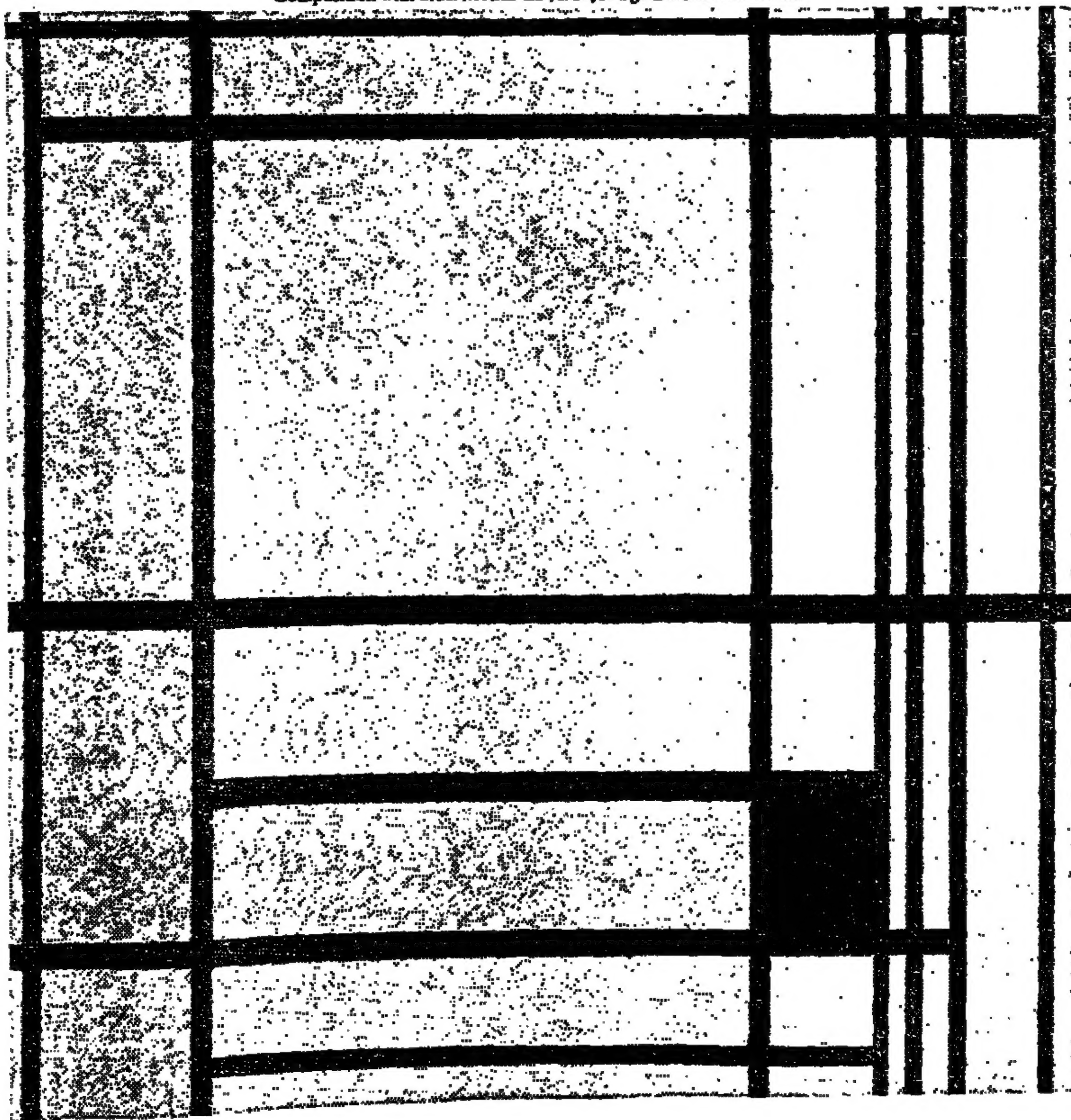
The debate followed a suggestion by Mr John Edmonds, leader of the GMB general union, and Mr Alan Tuffin, general secretary of the Union of Communication Workers, that unions should set a "new agenda" for pay bargaining following ERM entry.

Mr Edmonds and Mr Tuffin argue that ERM entry will stop Britain using devaluation to solve economic problems.

If pay rises are not matched by productivity increases a Labour government will have to risk job losses by raising taxes and interest rates.

He said the many different types of pay negotiations currently going on all the time in Britain should be replaced by a debate at the start of each year on economic prospects. This would indicate how the Government would respond to pay rises in its Budget.

Composition with blue, Mondriaan, 1937, Haags Gemeentemuseum.



© Mondriaan, 1937, Haags Gemeentemuseum.

What does this Dutch artist share with Rabobank? Clarity, strength and vision.

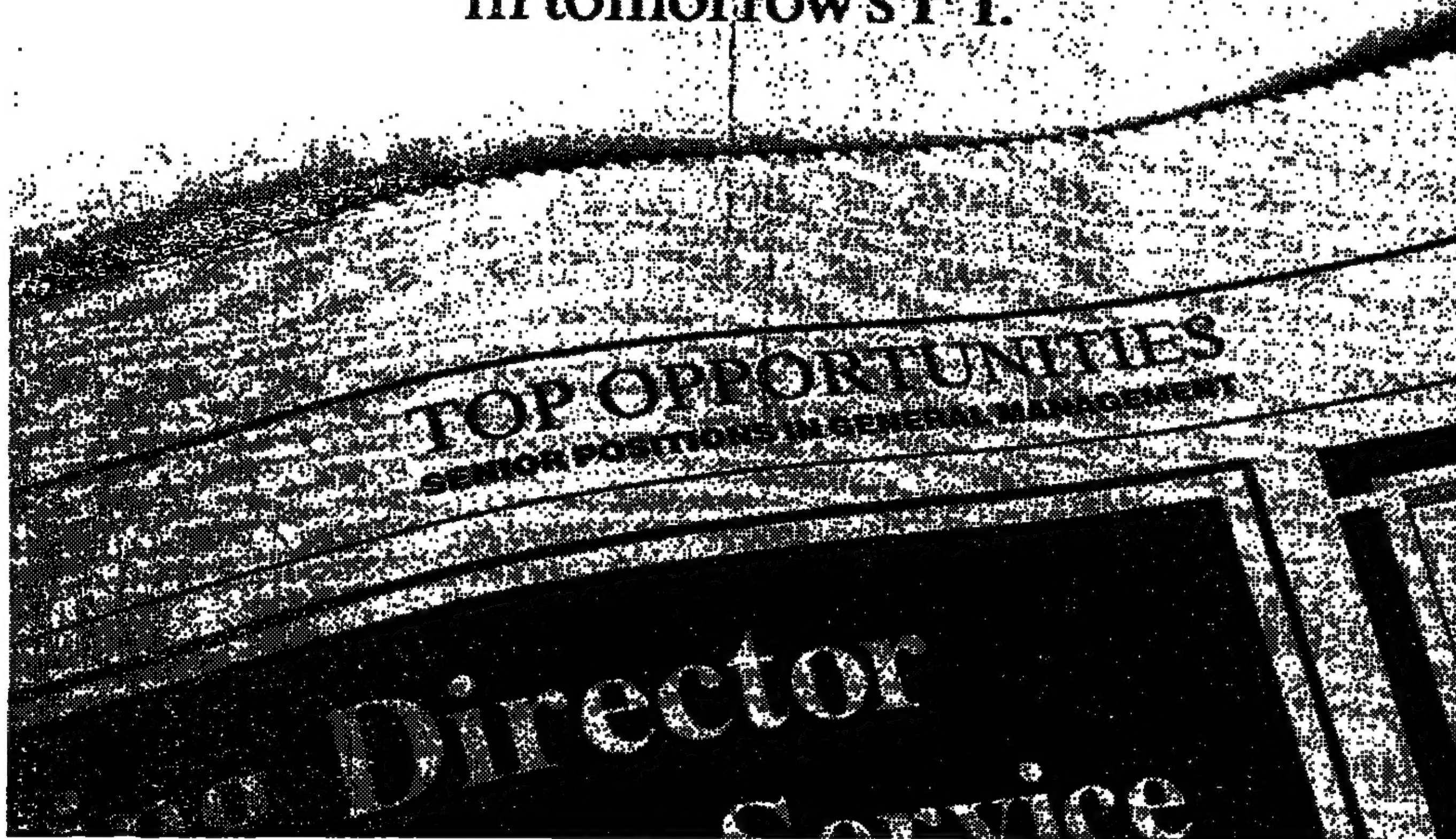
Mondriaan's paintings are characterised by clear lines, and strong use of form and colour, based on very definite views on his art. Similarly, Rabobank has carefully developed its own vision of banking. As Dutch industry grew, so did Rabobank; building up a network of 2,200 offices to become the largest domestic bank. With one third of all Dutch companies doing business with Rabobank. Today, with total assets of US\$ 90 billion, Rabobank is one of the top 50 banks in the world, with offices in major financial centres and ports around the globe. If you are thinking of doing business with the Netherlands, contact Rabobank. You'll find that our clarity is our strength.

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See the Top Opportunities page
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FT

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Birmingham
2 & 3 October, 1990

Pollution is waste. Avoidance is the best policy but if wastes cannot be prevented they must be suppressed. This Financial Times Conference will look at the commercial opportunities arising from growing international interest in arresting and reversing present threats to the environment. It will focus on the industries which have made a major commitment to pollution control rather than on fashionable global problems such as ozone depletion and the 'greenhouse effect'. It will demonstrate that technology still has much to offer pollution management.

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The meeting has been timed to precede the Environmental Technology '90 Exhibition.

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BUSINESS LAW

Protecting trade secrets in Japan

By Hiroshi Oda

IN JUNE, the Japanese Diet (Parliament) amended the Law against Unfair Competition in order to improve protection of trade secrets. This law, which should not be confused with the Anti-Monopoly Law of 1947, emanates from the Paris Convention for the Protection of Industrial Property. It was enacted in 1934 when Japan took part in the Hague amendments to the convention which were designed to control "all kinds of acts which are against unfair practice in commerce and industry." The latest amendment has made this law the basic law for the protection of trade secrets.

Until the amendments, the protection of trade secrets was covered by different laws such as the Civil Code, Commercial Code and the Criminal Code. Unlike the US, there was neither a model code for the protection of trade secrets nor a body of case law. Although the German Law of 1896 had served as a model for the Law against Unfair Competition in Japan, provisions on the protection of trade secrets were dropped at the drafting stage.

If a contractual relationship existed between parties, trade secrets were protected by general rules of contract law. Thus, those who disclosed trade secrets against provisions of a licensing agreement were liable and contractual obligations were enforceable. The Commercial Code is also applicable when a board member is involved.

In cases where trade secrets were infringed by a third party who was not bound by contract with the holder of the secrets, the primary means of protection was tort law. There have been cases where the plaintiff successfully recovered damages. However, the Civil Code lacks an explicit provision which enables the plaintiff to seek an injunction.

Theoretically injunctive relief is possible in Japan and there have been cases involving pollution and public nuisance as well as privacy where injunctions have been granted.

In contrast, there have been no cases where an injunction has been granted for the protection of trade secrets. On the contrary, in the late 1960s, an appellate court refused to grant an injunction in a case where trade secrets were disclosed by a licensee and used by a third party.

The unavailability of injunctions was considered particularly detrimental, since litigation takes a long time in Japan. All in all, the existing legal framework for the protection of trade secrets was thought to be insufficient.

However, until recently, people in Japan were not necessarily aware of the necessity of introducing a new system for the protection of trade secrets. Perceptions started to change only in recent years. A survey conducted by the Institute for Intellectual Property in late 1989 clearly demonstrated the increasing awareness on the part of listed companies of the necessity of a proper system.

The reason for this change is threefold. First, the gradual shift towards an economy which is centred on information and technology has necessitated a better protection for trade secrets. In fact, the significance of trade secrets has been increasing, for instance, in the area of computer technology as well as biotechnology.

The legal framework for the protection of trade secrets was thought insufficient

ogy, where protection of information by copyright law or patent law is sometimes unavailable or unsuitable.

Second, there have been changes in industrial relations. Japan is well known for its life-long employment system. Employees stay with the company until retirement and are loyal to the company. In fact this system primarily applied to large companies; among the medium and small companies, job mobility is higher.

Today, with the increase in the number of smaller firms, for instance, in the computer software business, job mobility has become much more marked. This obviously necessitates more and improved protection of trade secrets.

The third factor which has facilitated the amendment of the law is the drive for international harmonisation in the field of intellectual property law. The issue is now being discussed at the Gatt Uruguay Round. The US has also been urging the Japanese to take the necessary measures for the protection of trade secrets for some time.

The Japan Federation of Bar Associations (*Nichibenren*) was one of the first to react to the changing circumstances. It published a draft amendment of the Law against Unfair Com-

petition last year. In the same year, Miti (Ministry of International Trade and Industry) founded a sub-committee on proprietary information within one of its advisory committees. On the basis of the report of this sub-committee, Miti prepared a draft amendment to the law which the Diet passed this June. This approach of providing protection for trade secrets by the Law against Unfair Competition is in line with Germany, Austria, Switzerland and Scandinavian countries.

The Law against Unfair Competition lists various types of acts which comprise unfair competition and are subject to injunctions. Now infringements of trade secrets have been added to this list. The amended law provides that production-formulae or methods, methods of sales and other technical or commercial information relevant to business activities which are not known

to the public and are treated as secrets are to be protected by this law.

Thus, information must not be publicly known if it is to be protected as a trade secret. This means that the information should not be available to unspecified persons without resort to unfair means. The information also must have an economic value and has to be treated as a secret by the holder.

The holder must have made sufficient efforts to keep the information secret. In this respect access to the information must be limited to a certain number of people. Those who are given access to this information must be under an obligation not to disclose or use the information without authorisation. And it must have been made clear that the information is restricted by, for example, designating it as "secret" or "restricted".

The amended law basically covers two types of infringements. The first is the unauthorised procurement by theft, fraud or extortion. If a third party acquires, uses or discloses trade secrets knowing that they had been procured by such means, or was at serious fault in not knowing it, his act is subject to an injunction. Moreover, if a person, who

has obtained trade secrets in a legitimate way, later becomes aware of the fact that the secrets have been obtained in an unauthorised manner, he is not entitled to use or disclose such information. A person who, by serious fault, failed to find out such a fact, may also face an injunction if he uses or discloses such trade secrets.

The second type of infringement is the use or disclosure of trade secrets, which had been legitimately disclosed by the original holder, for the purpose of unfair competition or of harming the interests of the original holder.

Those who knowingly obtain, use or disclose such trade secrets or those who were at serious fault in not knowing the fact risk an injunction. The same applies to those who later become aware of the relevant facts but nevertheless use or disclose trade secrets and to those who by serious fault fail to recognise such facts.

Holder of trade secrets (entrepreneurs) whose interests are affected or are likely to be affected are entitled to seek an injunction. In addition they may demand the destruction of items incorporating trade secrets as well as end-products, and any equipment used for the infringement. They are also entitled to compensation and other measures to restore their credibility. These actions have to be initiated within three years after the holder knows of the infringement and the identity of the infringer.

Although the Law against Unfair Competition provides for criminal sanctions, they do not apply to infringements of trade secrets. In Japan there is a continuing debate concerning the total amendment of the Criminal Code. The government is cautious about introducing new penal provisions. Criminal sanctions for the infringement of trade secrets are therefore for the time being left for further consideration.

There are some issues which are left to the courts to decide. For instance, the scope of trade secrets which are to be protected and the extent of diligence and efforts required for the information to be qualified as trade secrets are left to judicial interpretation. It is expected that a body of case law will develop on the basis of this law.

The author is Professor-elect of Japanese Law, University of London.

How to get a piece of British Gas pipeline.

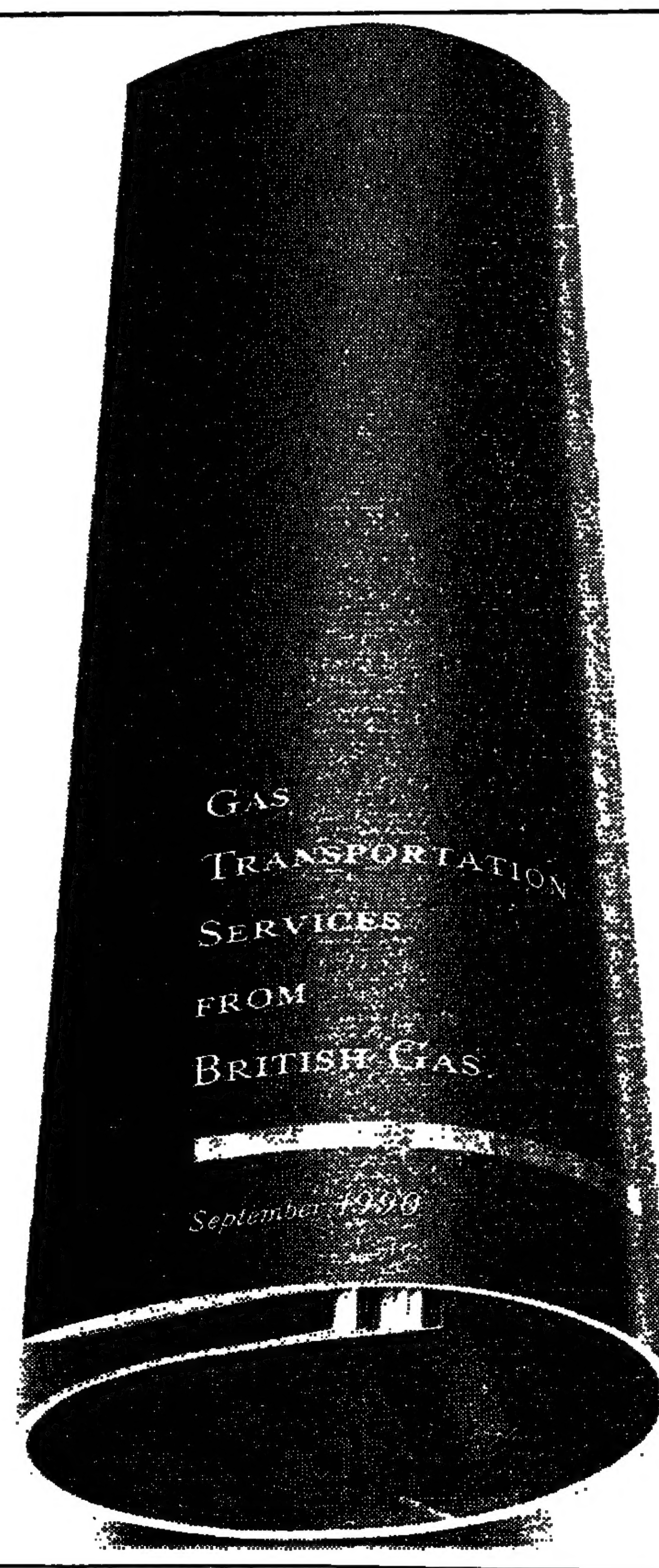
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TECHNOLOGY

Scalpel's gentle touch

A NEW kind of scalpel that breaks up soft tissues with high-frequency vibration and vacuums the debris of broken cells is exciting the surgical community. The tool is highly selective and leaves membranes, blood vessels and nerves intact.

It has been developed by the Surgical Technology Group, part of Spemby Medical, of Andover, Hampshire, a small medical engineering company well-known for its cryosurgical instruments. Peter Gibson, chief executive, says his first ultrasonic instruments have already found customers in 14 countries.

Gibson says he spotted the market potential in an ultrasonic scalpel used by some neurosurgeons for "inoperable" brain tumours because of its exquisite selectivity in distinguishing between different tissues, but far too expensive and troublesome for everyday use.

"We've taken the complexity out of it," Gibson claims. The development has designed an ultrasonic probe robust enough to be autoclave complete at 137 deg C, whereas its precursor needed to be dismantled. It consists of a rod of piezoelectric material called lead zirconate titanate, used in military applications of ultrasound. This ceramic is excited electrically at either 24 or 35 kilohertz, and in turn vibrates a slender titanium tube.

In addition to neurosurgery, Gibson identified three surgical uses for his £20,000 Selector system. One is in operating upon the liver, for example to remove a tumour. Surgeons are not normally willing to do it because of the high density of blood vessels in this organ, and the inevitable massive blood loss. Gibson claims his scalpel just bounces off blood vessels.

Another is in heart surgery, as an alternative to the replacement of faulty heart valves because they are failing to close properly owing to deposits of plaque. Instead of replacing the encrusted valve, the ultrasonic scalpel can be used to debride it, much as a dentist uses ultrasound to scale teeth, without damaging the delicate membranes of the valve.

David Fishlock

The battle to produce the world's biggest and most powerful jet engines depends on two different design philosophies by the largest companies in the jet engine business.

At stake is the leadership of an emerging world market for very powerful engines for the twin-engine airliners that could replace some four-engine jumbo jets from the mid-1990s. The market could be worth \$50bn by 2010.

Rolls-Royce of the UK has taken an evolutionary approach, based on the Trent version of its RB211 engines. (Pratt & Whitney of the US is also evolving its PW4000 engine into the big thrust category with its proposed PW40XX).

In contrast, GE Aircraft Engines, the world's largest aero-engine company, is proposing a new design, the GE90. It will cost between \$1bn and \$1.5bn to develop, according to Brian Rowe, the company's senior vice-president. Snecma, the French aero-engine company, has a 25 per cent stake in the project.

Rowe said that the GE design would be quieter than the Trent. Sir Ralph Robins, the deputy chairman and chief executive of RR, retorted that at present the GE90 engine was "infinitely quieter than the Trent, because it was only a wooden mock-up."

Rolls-Royce also has a wooden mock-up of its Trent engine at this week's Farnborough Air Show. The real one is at Derby, where it ran for the first time late last month, two years ahead of the planned test of the GE90.

Sir Ralph says that "the opportunity to develop a completely new engine is one we are keen to avoid. Our whole philosophy is not to start again. For one thing, you can't feed any of a new design into existing engines."

The rival engines are designed to produce thrusts of up to 100,000 pounds. Because this power is so great, only two engines will be needed to power the new large airliners such as the Airbus A330 and the proposed Boeing 767-X. In contrast, the Boeing 747, unveiled in 1969, needs four engines.

The Boeing and Airbus airliners look alike: the laws of aerodynamics permit limited options for designers to meet specifications. Big differences in design are unusual in mature technologies serving mature markets because similar requirements lead to sim-

Lynton McLain describes the battle to make the world's biggest and most powerful jet engine

Revving up for a clash of blades

lar designs. Yet in this battle for big jet engines differences predominate.

Consider how a jet engine works. Jet engines have a fan compressor at the front connected by a shaft to another fan, or turbine at the rear. In between is a combustion chamber. The assembly is enclosed in a case and jet pipe.

Air is compressed by the fan into the combustion chamber, where fuel burns to expand the compressed air, forcing it out, turning the turbine and fan and producing a reaction: jet thrust goes backwards and the engine goes forwards.

Engines are usually designed to have two shafts, one for low pressure and the other for high pressure. GE's approach follows this simple design. Since the beginning of Rolls-Royce's big engine programme back in the 1970s, however, it has used a three-shaft design.

According to Frank Turner, the RR director of civil engines, "compromises are needed to make the two very different systems (the low and high pressure) work together efficiently. The choice of three shafts is a means of reducing the compromises that have to be made in any engineering work."

On a two-shaft engine, two high pressure turbines are fitted to one shaft to drive the compressor. "So at least one is operating at non-optimum speed," says Turner. The other shaft links the big fan at the front with the low pressure turbine at the rear.

Engine efficiency, its cost of operation for airlines and the cost of air fares are determined by each part of the engine working as well as possible.

The three shafts on the RB211 family, including the Trent, split the work into low, intermediate and high pressure systems, each operating independently.

The intermediate turbine in the core does not draw any cooling air in the three-shaft design, saving up to 1 1/2 per



The first run of Rolls-Royce's Trent engine

cent in fuel consumption. Both core turbines in two-shaft designs are cooled, wasting energy. These tiny efficiency margins will become crucial in the era of high thrust engines, according to Turner.

Sir Ralph says: "The bigger the engine, the bigger the advantages of the three-shaft design." He says RR "would find it near impossible to start again with a two-shaft engine. It is a profound thing to do to change from one design to the other, because all our database is on three-shaft designs and all GE's database is on two-shaft designs." RR is able to develop the three-shaft design into a

"whole family of engines, from 40,000lb to 90,000lb thrust." As well as building some of the most powerful engines in the world in the Trent design, he envisages building a new 60,000lb thrust engine for existing Boeing 747s and a new 40,000lb thrust engine for Airbus airliners, which would be 1,000lb lighter and use 7 per cent less fuel.

GE says it has reached the limit of development in its current two-shaft engines with the CF6-80E1 high-thrust engine. This will enter service with the Airbus A330 airliner in 1992 with a thrust of 67,500lb, rising to 72,000lb in 1994. This compares with a 65,000lb thrust of

the Trent rising to 85,000lb, with potential to 95,000lb. With its new GE90 engine of 75,000lb to 95,000lb thrust, GE has re-designed the two-shaft engine to make it more efficient. The engine will operate at high pressures, compressing the air to a volume 45 times smaller when it leaves the engine as a hot jet than when it enters.

The high pressure is designed to help the engine achieve a high propulsive efficiency, according to Ronald Welsh, the general manager, GE90. GE uses the largest fan ever made for its new engine. It is 10 feet 3 inches across. It will be the first fan by GE made of carbon fibre. Rolls-Royce is steering clear of composites for its fan. The fan for the Trent is the first to use a new technique for bonding hollow titanium blades.

GE claims that even this advance on the titanium honeycomb wide fan blades of earlier RB211 engines still involves a lot of metal, and hence weight. Welsh says: "These blades are still only 30 per cent hollow, the rest is solid metal." He says that by going for composites for the large 123 inch fan, GE has greater potential for future growth than RR has with its advanced titanium blade.

The second stage turbine on the GE90 is to use "single crystal" metal blades for the first time in a GE engine. RR used this on its earlier engines.

Rolls-Royce has stolen a two-year lead over GE by basing its design on the RB211 engine technology that bankrupted Rolls-Royce in 1971. This was caused by the decision to use the then new carbon fibre for its fan blades. These could not withstand bird strikes. GE says today's carbon fibre is strong enough to withstand birds.

Three years ago GE and Rolls-Royce were partners in the search for the big engine of the future. Rolls had a 15 per cent stake in a GE 60,000lb thrust engine, while GE took a similar stake of Rolls' smaller 54E version of its RB211.

Lord Tombs, the RR chairman, said the decision by Rolls to pull out of the agreement was a watershed. Rolls recognised that its three-shaft design gave it the potential to develop a high-thrust engine on its own.

Turner says the design was a "sound piece of engineering, but at the time we developed it we did not fully realise the benefits for future growth."

Computers get a place on the map

Geographic information systems (GIS), which hold geographic data in digital form on computers, are attracting renewed interest as the technology advances. GIS can improve greatly the speed and accuracy of gathering location-related information. They apply to large-scale areas, to countries, or even to the smaller geographic areas which are the concern of local authorities.

Since the bulk of local authorities' work is directly related to location - of properties, roads, services and common land, for example - the authorities would appear to be excellent candidates for GIS benefits. The familiar instances of new roads being dug up by gas, electricity or telephone authorities with a fair chance of disrupting one of the other services in the process point to GIS as the only possible solution, if only the various utilities can get together - as, indeed, they are trying to do.

Surrey County Council is one of a number of local authorities that sees the potential benefits of GIS and is exploring the possibilities. According to Alan Oakley, Countryside Officer and Chairman of the Council's GIS Steering Group, the areas that could benefit include land administration (for example, planning applications), infrastructure management (highway maintenance), the environment (regional planning) and socio-economic use (statistical data for business location).

Speaking at a recent seminar on imaging organised by Unisys, Oakley said a survey had indicated that at least 56,000 man-hours were spent by Surrey staff on map work of some kind, representing a staff cost of at least £340,000 over a one-year period.

Since setting up the database is the major expense, choosing the jobs that the GIS will initially do depends on which databases already exist.

The first stage of Surrey's planned GIS pilot project, to be implemented in the Working area, will include census data, traffic accidents, property details, road condition and street furniture inventories, crime recording, planning applications and traffic flow data.

"All these are existing data-

bases," Oakley comments. "Unfortunately they are on five different computer systems using seven different software packages."

Though the benefits of GIS are clear - notably speed, accuracy and comprehensiveness of information - they are hard to quantify. This is compounded by the fact that the costs are misleadingly identifiable. "The present cost of map handling and continuous data collection is lost in general staffing costs," Oakley explains. "Propose the setting-up of a GIS, and these costs become items."

Because of this, many authorities are bringing in elements of GIS on an individual departmental basis. The pressures for this in Surrey are enormous, says Oakley. The engineers and planners in particular are anxious to install GIS to make the most of their extensive databases.

Surrey draws an important distinction between the people who will use workstations to input data, and those who will use their desktop personal computers to obtain the various items of information they need in handling their daily case load. The former type of access will be limited, Alan Oakley stresses. "Our philosophy is to make information guarded by a few but available to all."

Not quite all, though. The intrinsic security of files spread over different departments and locations is determined by a centralised GIS. The undoubted benefits of prompt and better information have to be balanced against the dangers of misuse and unauthorised access. Oakley believes that, on balance, making information easily available will help the democratic process in local government - though the questions of who should have access to what information will be subject to long debate.

"I have no doubt about the benefits of geographical information systems," he sums up. "But they are hard to quantify, and there are many other calls on finance. Getting the message of the benefits over will always be difficult until we have some results to show."

Ken Owen

B-I-W

EXPO 1995 INVITATION

As already announced, the Vienna-Budapest World Exposition will be held under the title "Bridges to the Future" in 1995, according to the joint intention of the Hungarian Republic and the Republic of Austria and the assent given by R.I.E./Bureau International des Expositions/ in December 1989. The Hungarian Government emphatically supports the exposition. Considering the commercial implementation of the World Exposition and the related infrastructural developments, the following investment possibilities are offered:

- the direct expo investment programme 500 mn USD
- expo-related infrastructural and tourism development programme 1.5 bn USD

In addition to this there is a possibility for an open infrastructural package programme costing about 6 bn USD and involves highways, railways, telecommunication, water and air transport, underground, hotels, entertainment facilities, culture and health and a new city center for the post-utilization of the Expo site.

Legal regulations in force ensure attractive tax concessions and guarantees on repatriation of profits for the foreign investors.

The purpose of this invitation is to learn the financing intentions of investors and the sphere of financial institutions, main contractors and contractors interested in Expo and the related infrastructural investments, so that based on the applications we can supply detailed information on the state of the preparations and documentation on the projects.

Detailed documents of the invitation can be obtained by transferring 150 USD (Europe) and 170 USD (overseas) on the following account: 401 361 00 214 (OKHB RT). Commercial and Kreditbank Ltd.

For further information please contact the Program Office for the Budapest-Vienna World's Exposition '95.

Address: H-1054 BUDAPEST Kossuth Lajos tér 4. fax: 36/1/153 0124 telex: 22 42 04

Deadline for handing in letter of intent September 30th 1990

Deadline for handing in Final offer March 30th 1991.

NOTICE TO HOLDERS OF KAO CORPORATION

U.S. \$100,000,000 3 1/2% per cent. Bonds due 1995 with Warrants to Subscribe for Shares of Common Stock of KAO Corporation (the "1995 Bonds")

U.S. \$200,000,000 4 1/2% per cent. Bonds due 1998 with Warrants to Subscribe for Shares of Common Stock of KAO Corporation (the "1998 Bonds")

U.S. \$200,000,000 4 1/2% per cent. Notes due 1994 with Warrants to Subscribe for Shares of Common Stock of KAO Corporation (the "1994 Notes")

Pursuant to Clause 4 of the Instruments dated October 15, 1987 for the 1995 Bonds, July 28, 1988 for the 1998 Bonds and July 28, 1989 for the 1994 Notes, under which the above Bonds and Notes were issued, notice is hereby given as follows:

1. On August 30, 1990, the Board of Directors of the Company resolved to make a free distribution of shares of its Common Stock to shareholders of record as of September 30, 1990, in Japan, at a rate of 1 new share for each 10 shares held.

2. Accordingly, the subscription prices of the Bonds and Notes will be adjusted effective immediately after such record date. The subscription prices in effect prior to such adjustment are Yen 2187.50 per share of Common Stock for the 1995 Bonds, Yen 1763.00 per share of Common Stock for the 1998 Bonds and Yen 1661.00 per share of Common Stock for the 1994 Notes. The adjusted subscription prices are Yen 2065.70 per share of Common Stock for the 1995 Bonds, Yen 1679.00 per share of Common Stock for the 1998 Bonds and Yen 1581.00 per share of Common Stock for the 1994 Notes.

KAO CORPORATION By: The Bank of Tokyo-Mitsubishi Bank, Ltd. (Incorporated in Japan) Authorized Representative

By: The Fuji Bank and Trust Company, Ltd. (Incorporated in Japan) Authorized Representative

Dated: September 6, 1990

FEW THINGS ARE AS WELL MADE AS A CROSS PEN. (OR CAN BE YOURS FOR SUCH A MODEST SUM.)

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FINANCIAL TIMES EUROPE'S BUSINESS NEWSPAPER

ARTS

Two Shakespearean Actors

SWAN, STRATFORD-UPON-AVON

The artist, W.P. Frith, saw William Macready's final Drury Lane season: "To reach the pit during the last appearance of Macready was almost as perilous as an ascent of the Matterhorn. From several of those I escaped with blackened arms." Two years before, in 1849, chaos had engulfed Macready at the Astor Place Theatre in New York when his *Macbeth* incited a riot, leaving 23 dead and 36 injured. Richard Nelson sets *Two Shakespearean Actors* during that riot, and places Macready opposite his great American rival, actor-manager Edwin Forrest. The main issue here, cultural self-determination, informs the collision of these two immensely egotistical actors.

Nelson's play faithfully reflects the confusions surrounding the Astor Place incident. Both Forrest and Macready are producing *Macbeth* on the same night in rival productions; anti-colonial sentiment fuels

Forrest's local popularity and threatens Macready's show. Forrest withdraws his *Macbeth* but replaces it with his provocative American nationalist drama, *Metamora*. Macready's *Macbeth* ends in the riot. Nelson's Macready, superbly played by John Carlisle, weary of the road, treats his American troupe with a mixture of savage irony and obvious charm. He scatters *bons mots* which wound and save: "Americans are intelligent in an instinctive sort of way." His advice to his Lady Macbeth, "I look at the audience, you look at me," shows a man unable to explain his own art. But in Nelson's numerous backstage and after-show scenes, Macready works a subtle alchemy with his colleagues. Carlisle inhabits the character wholly: massively self-centred, bullying yet vulnerable; he is sufficiently at home with Macready to deliver the actor and his performances, complete with Victorian stage

conventions.

In contrast to Macready, Forrest (Anton Lesser) seethes with frenetic energy, giving notes to his cast in a hubbub of activity. His insecurities surface as tasty justifications. Nelson presents him as a manager fleeing to the stage from domestic broils with his cool wife (Mary Chater): "Life is not half so much fun as theatre." Despite Lesser's authoritative performance, only in the final scene does Forrest match Macready's power in their dispute over the handling of the riots; the animosities shift, as both discourse on acting, quibble over Shakespeare's lines, and deliver equivocal compliments — "You were unforgettable as Othello."

Unfortunately, the play squanders some excellent company work, as Nelson allows the two principals to dominate. Paul Jesson's apt, awkward John Ryder, companion to Macready but Macduff to Forrest, nervily negotiates with divided loyalties and bears the burden of being inward with both great men. The fine Yolanda Vazquez plays the wife of an Irish playwright (Garan Hindes) on the make; she presides with pointed tact at the dinner-table, where Forrest and Macready first meet.

Alexandra Byrne's fine, simple design, Rick Fisher's sharp lighting, and Jeremy Sams's operatic-vaudeville music all contribute to a production which pleases the eye and the ear. But, because Nelson's second act dissipates the verve and momentum of the first, Roger Michell's direction has to confront scenes which do little to advance the plot and which pass up opportunities to concentrate the issues. In fact, *Two Shakespearean Actors* remains unclear about the issues it does frame. As a play about cultural values and their acceptance in society, it lacks rigour; and, as an investigation of social mores, it lacks integrity.

Andrew St George



John Carlisle and Anton Lesser

Scenes From a Marriage

MINERVA THEATRE

The steady disintegration of a marriage, from the first tiny fissures to the ultimate flamer that busts it irreparably apart, ought to be a painful process to watch. Well, at one level — the *There-but-for-the-grace-of-God* level — it certainly is. But such is the magic of the mastery acting by Alan Howard and Penny Downie, as the Swedish couple who suffer this relentless drift apart, directed by the author's friend, actress Rita Rønne, that it is also for the spectators an enjoyable experience. Ingrid Bergman's play *Scenes From a Marriage*—distilled from the six-part television series of 1972, translated by Alan Blair, and now put on at the Chichester Festival's studio theatre, the Minerva, lasts for two hours non-stop. And that is not a moment too long.

Johan and Marianne's marriage is everyone's marriage and their disagreements over the precise extent of family obligation are everyone's disagreements. Although they are both typical Swedes with well-paid jobs (in law and academic psychology), a summer chalet and an apartment in Stockholm all done up in white with

wooden furniture of the purest grain, they emerge as a model pair of modern mid-lifers who have everything their hearts could desire, including two school-age daughters, except the one nameless elusive thing that could enable them to be truly happy.

So that no one could possibly mistake his intentions, Bergman plants an early reference to Ibsen's *A Doll's House*—which the pair react differently. Johan thinks the old play creaks. Marianne disagrees. She might be Nora's great-granddaughter, the distant beneficiary of the Scandinavian victory in the cause of women's liberation at the turn of the century that spread throughout Europe like wildfire. And yet, Bergman is saying, in every generation the battle has to be fought all over again.

The play — a two-hander — opens with the couple in bed on holiday. Marianne awakes from a nightmare and clings to Johan for reassurance. Her dependence on him is finely understated by Penny Downie whose eyes brim with unshed tears as she seems in her dazed condition

to float around the room; Alan Howard as her husband offers her his support combined with an air of quizzical detachment. It is like the opening adagio in a sonata for violin and cello. As both instruments work up to violent crescendo dominating the latter part of the play, we observe the nature of this dependence becoming wholly reversed.

In the penultimate scene — a long interlocking sequence to the accompaniment of a bottle of champagne brandy — he grovels to her, he not able to resist the signatory to the agreement finalising their divorce. In howls of pain and rage and self-pity Howard's mask cracks, an awesome sight; Downie after a final erotic fling, casts him aside, pen in hand, briefcase at the ready, and walks Nora-like out of the door. In two splendid examples of what Tynan used to call high-definition performance, all the nuances are brilliantly observed. It is worth making a special journey to Chichester to see this.

Anthony Curtis

Flare Path

KING'S HEAD

Anyone who wants to see a really well-made play, almost guaranteed to give pleasure, should hasten to the King's Head Theatre Club in Islington where there is a fine production of Terence Rattigan's *Flare Path*.

It is an odd venue, for *Flare Path* is physically rather a large play. There is an aeroplane in the background. The noise of aircraft — "their and ours," as they say — needs to be heard all round. The King's Head has a very small stage, but it is slightly odd to find fringe theatre putting on something so professional. *Flare Path* plays every trick in the theatrical book and practically every one of them is a trump.

This is Lincolnshire 1941. The enemy is coming over in the air. The RAF is trying to strike back. But the play is not

linguistic. When Flight-Lieutenant Graham says: "We've got to win this war somehow," he adds apologetically: "Oh God, how long is that?" The play has over 600 performances in London in 1942-43 when the air war was still going on. It must have been almost unbearably moving. What is striking now is that it has stood the test of time and has probably gained with age. *Flare Path* is full of details that may once have been common place, but are now collectors' items.

Take the language, for example. "Is that pukka?" someone asks. Dinner is at 7.30 p.m. (estimated time of arrival). This is not an accidental survival. Rattigan makes jokes about the RAF slang in the text. "It was rather a shaky do," says the Flight-Lieutenant's wife referring to her husband bringing back his limping plane over the North Sea. "She's learning the old war game," he adds apologetically. "Oh God, how long is that?"

Here is an example of Rattigan's sheer professionalism. There are a couple of potentially compromising emotional scenes between lovers. There is a door to the left and a door to the right. Anyone could burst in at any time. A lesser playwright, even a good one like Sheridan, would have had that door firmly closed, so there is only suspense that they may open. He is terribly good at leaving things unsaid, but not un-noticed.

The detail in Derek Goldby's production is superb. Look at the haircuts: the women wear

stockings, not tights; even a Hollywood movie star still wears a sports jacket with the top buttons firmly fastened. If one were stood up against a wall and forced to assess the cast in order of merit, top marks would go to George Sweeney as Sergeant Miller, the navigator with a bad back who before the war had a promising job with London Transport — as a conductor, closely followed by Nicky Crydon as wife who reveals that information about her husband. But everyone would win something.

The play runs only till September 30 and the theatre seats only about 70. Don't say you missed it.

Malcolm Rutherford



Scene from 'Memphis Belle', David Puttnam's first film since leaving Columbia Pictures

CINEMA

To Hell and back with Belle

Rattling out of its hangar after the longest publicity servicing since *Dick Tracy*, here comes *Memphis Belle*. In case you have been on Mars during recent months, this is David Puttnam's first production since leaving Columbia Pictures. It is also his most overtly inspirational since *Chariots of Fire*. Ten young American airmen take off into the clouds for their last Second World War bombing trip. (It is their 25th mission, after which they are allowed home.) Destination: Germany. Risks: colossal. Will they return alive?

As a movie plot, it is as simple as "The cat sat on the mat." Plucked from the true-life tale of a B-17 bomber crew whose final mission was the subject of a renowned documentary made in 1944 by William Wyler, *Memphis Belle* takes us to Hell and back and makes sure we never forget the trip. We witness at explosions, jump at bursts of *ak-ak*, and by final fade-out we are hanging on to any non-moving part of our theatre seats, as the film negotiates fire and flak and composer George Fenton's fervid variations on "Danny Boy."

Up in the sky, it is all splendid stuff. Director Michael Catton-Jones, after a terrestrial service on *Scandal*, has been scrambled to higher things by Mr Puttnam. Populous as the skies of British movie history are with aerial heroics — you can scarcely budge up there for the oxygen-masked ghosts of Kenneth More, Richard Todd and company — *Memphis Belle* is something special. We do not merely watch the planes and their pilots and gunners in action. We feel as if we are in the planes with them.

Catton-Jones has his B-17s shake like an earth tremor. (The vibrations on take-off make the men seem to shiver with fear.) He conjures up the cold, the whistling winds, the vertiginous exposure of life at 25,000 feet. And he evokes the trapdoor readiness of death to snatch its victims from their moment's carelessness or misfortune. A planet of new recruits slices in two like a toy and dives to earth. An exploding plane creates a black

pall for the *Memphis Belle* to fly through blind. And in an irresistibly suspense-building liberty with truth, the film has crew leader Matthew Modine decide to make a second pass through the exploding skies over Berlin when poor visibility ruins the first.

Down on the ground the film is less inspired. John Lithgow and David Strathairn, incarnating the officer class, crudely semaphore the counterpoint between rangy irrepressibility (Lithgow as a publicity-minded Colonel) and ramrod-straight integrity (Strathairn). And the soft option of sentimentality is so seldom resisted. When the planes are counted back in and jumps start to form in everyone's throats, "Danny Boy" goes into overdrive on the soundtrack and there is even an expectant-eyed doggy to make us all go "Oooh, aahh."

Never mind. The odd hairline crack does not stop this plane flying nor fissure its crew's credibility. Monte Merriack's screenplay does a commendably deft job of individualising the airmen: from Modine's plausibly goodhearted leader to D.B. Sweeney's fear-fraught loner to Eric Stoltz's faltering would-be poet, who passes off *Yankee's* as an Irish Airman, as his own when his pals request a reading from his verse notebook. (The camera peers over his shoulder to see his own poems hectically scribbled out.) At once humane and harrowing, *Memphis Belle* is the best film fired from the controversial David Puttnam canon for years. In fact it raises only one killjoy question. Why ever did he not make a movie like this when he was at Columbia Pictures?

Nigel Andrews

There is a scene in *Stella* where Bette Midler, the gutsy, working class, single mother who lives around town selling make-up door to door. Could this be where she pulls herself up by her ankle straps, becomes a cosmetics tycoon, is betrayed by her daughter, and

MEMPHIS BELLE
Michael Catton-JonesSTELLA
John ErmanWHY ME?
Gene QuintanoWAITING FOR THE
LIGHT
Christopher Monger

shoots her lover in a fit of jealousy? Unfortunately that is not another movie, but it does suggest that if Bette Midler must make so-called women's films she should forget about being unfashionably lovable and look for meatier vehicles than this remake of the King Vidor/Barbara Stanwyck 1937 weeper.

Kept in period, its scenes of class and maternal sacrifice might have been more credible, but not more palatable. Updating the action, pregnant bartender rejects preppy lover, brings up child alone, then withdraws from her daughter's life believing she is a social embarrassment — only exposes the dubious attitudes of the film more clearly. The plot's main concession to the Kinies is that the class and financial distinctions it observes trouble Stella far more than anyone else. The values of the film still stink, but screen writer Robert Getchell and Director John Erman have managed to submerge them in a story that suggests a woman suffering more from bad dress sense than low birth. We are constantly made aware that Stella looks wrong. Her make-up is too heavy, her clothes are too tight; even her daughter's good taste rebels on visits to her father's never rubs off. At one point Stella does rip the flashy sequins off a dress, but she hasn't really got the message, and she's soon letting the side down in an outfit that looks

like a mouldy cream cake. At the end, when poor faded Stella stands in the rain for an outsider's glimpse of her daughter's smart wedding, she seems more a victim of fashion than society. An early visit to an image consultant might have saved her so much heartache.

Why Me? is a kind of period piece too. Caper movies are not so common now, may be there are no new ways left to caper. Christopher Lloyd (*Doe in Back to the Future*) and Christopher Lambert (*Subway*, *Highlander*) play two crooks who bite off more than they can chew when they steal a fabulously valuable ruby which also has great political significance. With rival Turkish and Armenian groups, local gangsters, the CIA, and the police, all trying to get the stone, they soon develop a powerful desire to get rid of it. Inevitably the film leans heavily on slapstick but the slight story is also concise and unpretentious. And Lloyd and Lambert make a surprisingly good comedy team.

It is back to plucky single mothers in *Waiting for the Light*. Luckily this one (Teri Garr) is too concerned with the Cuban missile crisis, and the way her anarchic Aunt Zena (Shirley MacLaine), a former conjuror, keeps leading the kids astray, to think about dress codes. It is the all too familiar atmosphere of a world crisis, inescapably muted into wallpaper by constant television coverage, that makes the community vulnerable to a crabby neighbour's claim that he has seen an angel in his garden when one of Zena's magic tricks goes wrong. But may be she is performing a social service. Writer/director Christopher Monger creates an agreeable scruffy American small town setting and, with some good comedy team, makes it credible that a vision could be received not with ridicule but with relief. Sometimes people want to believe in miracles.

Ann Totterdell

Mummenschanz

SADLER'S WELLS

The Swiss mime troupe, Mummenschanz, is back in London, celebrating its twentieth year. On Tuesday night it opened a Wells season with a programme of little different from what we first saw all those years ago. In the first part of the evening the three performers generally get themselves into vast costumes whereby they become gigantic hands or curious and inflated shapes. In the second part, they don quaint masks and head-dresses, or — quite literally — pull faces by manipulating chunks of plasticine to create various monstrous and jockey masks (The Elephant Man as comic turn).

For devotees, this is enough. The staging is slick, with each brief scene played out on a darkened stage so that the magic of transformations and the scampings of the black-clad players are suitably mysterious and surprising. Nothing goes on very long — the ideas are short-breathed, but such brevity is far from the soul of wit — and nothing is very conclusive. I think that mime demands a special kind of willingness from its public to accept innocence as a spring-board for imaginative flights (I am a non-believer in this), and the Mummenschanz formula of whimsical activity as an end in itself pulls very quickly indeed.

It is briefly amusing to watch while an animated and enormous truffle climbs on

to a table; we are entertained by the glimpse of a Portuguese man of war the size of a bus (providing it is not in the sea); balloons beimes and odd figures that might have been designed by Salvador Dalí or Gaudi; but only for a moment. The sum effect is of watching a freak show where all the exhibits have been chosen for their anthropomorphic jollity — and this is a dangerous quality in the theatre. Especially when unsupported by any thematic or dramatic reason. As the evening wears on — nearly two hours unbroken save by the delighted laughter and applause of the audience and the occasional child's voice asking faux-naïf questions — there comes the suspicion that it is going nowhere. Mummenschanz's artists have demonstrated exceptional skills, and we are entitled to ask for more rewards than the superficialities of their technical bravura.

There is no accompaniment save the rustle of the performers' costumes. At one moment an animated and corrugated tube tooses a large balloon into the audience, and oh the fun of banging it back on stage! Much laughter (and more litter) is generated by pulling at masks made of rolls of loo-paper. In the interval one member of the troupe descends into the stalls and is acutely rough with sticky-tape. Roars of applause.

Clement Crisp

ARTS GUIDE

EXHIBITIONS

London

The Tate Gallery. On Classic Ground — an exhibition devoted to French, Italian and Spanish art of the first four decades of the century. It includes work by Matisse, Picasso, Braque and other established masters of the period. Sponsored by Reed International.

Paris

Carle musées et monuments sold in museums and metro stations enable visitors to avoid queues at 50 museums and monuments, including the Louvre, Musée d'Orsay and Versailles. Centre Georges Pompidou. Andy Warhol. Some 200 works retrace the career of the multi-faceted immigrant born in Pittsburgh in 1928, became one of the main representatives of American Pop Art and part of the *Underground Culture* scene. Projections of Andy Warhol films complete the exhibition. Beaubourg. Closed. (27/1/83).

— goldsmiths' work, carved altar pieces, ivories and fabrics. Place Paul-Painlevé. (42/5/2000). Closed Tue and Thursdays.

Mortigny

Fondation Pierre Gianadda. Modigliani. Some 50 oils, as many drawings and some sculptures form an important retrospective of the Italian-born artist living at the beginning of the century in the feverish atmosphere of Montparnasse and Montmartre. (26/2/87/8).

Brussels

Musée Royal d'Afrique Centrale. Eléphants d'Ivoire — drawings of Africa. Fondation pour l'Architecture. Bruxelles Ville d'Architecture 1890-1958. 23 Gallery. Exhibition of lace accessories and table linen. 17th century to late 1930s from private Flemish collections. Closed Mon. Grande Place.

Madrid

Centro Cultural de la Villa. Toluense-Lautrec. Rarely exhibited private collection of some 44 drawings and water-colours, belonging to the artist's family, 30 of the works are on public show for the first time.

Barcelona. Fundacion Miró. Alberto Magrell retrospective. Works on show by this Florentine-born artist painted between 1910-1969.

Rome. Galleria Nazionale d'Arte Moderna. Fabrizio Clerici retrospective. Displayed in a labyrinth designed by the artist himself.

Palazzo delle Esposizioni. Fascinating archaeological exhibition, which attempts to give a clear picture of Rome in the 6th century BC. Particularly fine are the decorative additions to the Etruscan temples, delicately worked jewellery and the ceramics (imported from Greece).

Turin. Castello di Rivoli. A retrospective of minimalist artist Mario Merz. The works are not, however, in any particular order: a glass with a neon light running through it, dating from 1967, sits on a recently made table. The artist has made witty use of the frescoes and stucco designs in this ex-royal palace of the Savoia family, now restored and transformed into a museum of modern art.

Florence. Palazzo Vecchio. The age of Masaccio. Includes frescoes, sculptures and drawings by Paolo Uccello, Beato Angelico, Gentile da Fabriano, Donatello, Brunelleschi, Ghiberti and Filippo Lippi, and four paintings by Masaccio himself.

Venice

Palazzo Ducale. Titian. This exhibition organised jointly by the Venice local council, the Arts Ministry and the National Gallery in London, marking the 50th anniversary of the painter's birth, is the largest for more than 50 years.

Essen

Museum Folkwang. Vincent Van Gogh and Modern Art. On the 100th anniversary of Van Gogh's death, this exhibition aims to display his influence on European modern art. Goethestrasse 41/300. Essen 1. Villa Hugel 13. St Petersburg around 1900. With 535 pieces on loan from Leningrad's State Hermitage Museum, the exhibition details the developments of Russia from a great empire to a European power. This unique show gives a clear view of the historical importance of the period of the Russian empire, with paintings, furniture, sculptures, costumes and porcelain.

Berlin

Martin-Gropius-Bau, Stresemannstrasse 110. Bismarck's Prussia. Germany and Europe. This exhibition in Berlin will be the first organised by the German History Museum, with around 1,000 pieces on loan from 250 different museums from all over Europe and the US. Otto von Bismarck, born 175 years ago in Schoenhausen, was the German Imperial Chancellor and Prussia's premier before he was sacked by the young Kaiser Wilhelm II 100 years ago. The cur-

rent political changes in Europe, particularly in Germany, underline the importance of this exhibition, which also attempts to explain what happened after the revolution of 1918.

Leipzig

Museum der bildenden Künste. Max Beckmann (1884-1950). Pictures from 1905-1950. The director of Frankfurt's Städelmuseum Klaus Gallwitz and the Leipzig Museum's director Dieter Gleisberg have jointly organised the first big Max Beckmann exhibition in East Germany. Born in Leipzig, the painter taught in Frankfurt's Städel school from 1917-1930. In this exhibition are works from all over the world, including the renowned Synagogue and his final painting *Behind the Stage*.

New York

New York Public Library. More than 125 documents of the Abolitionist Movement, including photographs, letters and rare books.

Washington

Hirshhorn Museum. Paintings, drawings and sculptures from the Bay Area figurative movement of the 1950s and 1960s. Includes works by Richard Diebenkorn, Elmer Bischoff and sculptor Manuel Neri among the 88 pieces on view.

Chicago

Chicago Historical Society. A House Divided. America in the Age of Lincoln. Documents, mementos and personal effects of the Great Emancipator.

Tokyo

National Museum. Treasures from the Near East. This Buddhist temple near Kyoto was founded in the 7th century and is famous for its statues, paintings on silk and stucco. Closed Mon.

Mitsukoshi Gallery (Mitsukoshi Department Store, Nishinohashi). Flowers of Creation: Aesthetics and Curiosities of Edo. Among the art and artefacts of feudal Japan on show in this charming exhibition are painted screens, furniture and some stunning kimono.

Tokyo Metropolitan Art Museum. Works from the new Japanese Gallery at the British Museum. Screens, scrolls, woodblock prints and ceramics — mainly from the Edo Era of the 16th to 19th centuries — when Japan was closed to the outside world.

Idemitsu Museum. Noh Costumes. Noh is the world's oldest extant form of drama, dating back 600 years or so. The sumptuous costumes display the best of Japanese dying and weaving techniques and are themselves works of art. Also on display are masks, fans and stage props. Closed Mon.

Shoto Museum. Shibusen. Contemporary Japanese prints, featuring woodblocks, etchings, lithographs and silkscreens by 30 leading Japanese printmakers of today.

FINANCIAL TIMES

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Thursday September 6 1990

Keep Saddam guessing

THE CRISIS in the Gulf will be debated in the British parliament this afternoon, and not before time. Five weeks have passed since the Iraqi annexation of Kuwait. During that period British policy has been set by the Prime Minister and her immediate staff and agreed by those few of her political colleagues who can claim an immediate interest in its execution, principally the ministers in charge of foreign affairs, defence and, on the periphery, energy. The full Cabinet meeting arranged for this morning will be the first since the start of the summer recess, and therefore the first to address itself to the problem. It will hear a report from the Foreign Secretary, who has just returned from a visit to the Gulf states, but in the nature of things little can be done by the Cabinet itself, the broad strategy laid down at the outset is not likely to be changed now.

There is nothing improper about the manner in which Mrs Margaret Thatcher has managed the crisis. Any active Prime Minister who saw the need for a quick response would have done the same. To her credit, Mrs Thatcher perceived within a very few hours of the first news of Iraqi troops crossing the Kuwaiti border that the use of force would have to be sent to the Gulf.

Swift initiatives

In the case of the Falklands it was thought constitutionally proper for the House of Commons to endorse the despatch of a task force for what looked from the outset likely to be a British invasion and recapture of the islands annexed by Argentina. In the present case the leading role has been adopted by the Americans. Britain has sent small air and naval contingents, but no troops. There is, as yet, no shooting war. The Prime Minister and the Foreign Secretary are accountable to the Commons for their conduct of foreign policy, but that policy is made by the executive, not the legislature. It is the same in the US. There was no early recall of Congress to debate the swift and effective initiatives of President Bush; Mr James Baker has this week been

Chips go down at Philips

TO THOSE who argue that Europe needs a strong indigenous capacity in microchips to compete successfully in the mainstream electronics markets, Philips' decision this week to reduce its involvement in semiconductor research and production is a serious blow. The troubled Dutch company is not only the European industry leader but has long urged a concerted European response to the threat of technological domination by the US and Japan. With Philips in retreat, it may seem that an industrial keystone is crumbling.

Such pessimism looks overdone. First, Philips may be down, but it is not out. The bulk of the company's semiconductor activities remains intact, and it will continue to participate in many of the projects being undertaken by the Joint European Submicron Silicon (JESSI) programme, the \$50n joint industry project to develop advanced microchip technologies. Hence, the significance of this week's announcement may be as much symbolic as practical. Second, and more important, Philips' willingness to scale back its commitment to operations which it has long regarded as sacrosanct is a welcome sign of a more hard-headed approach by its top management. The company is being compelled by its recent financial crisis to re-evaluate its portfolio of businesses, pruning those activities which, at best, offer only remote prospects of worthwhile profits.

Severe difficulties

Some may object that the company will be weakened if it is obliged to sacrifice long-term objectives to short-term exigencies. However, its current difficulties are so severe that it has little choice if it is to make a durable recovery. In any case no company, least of all in a capital-intensive industry such as electronics, can expect to go on raising adequate finance while displaying as little interest in returns to shareholders as Philips has done in the past. In the longer run, Philips' competitive performance can only benefit from a more selective, profit-oriented approach. Despite attempts to focus on fewer "core" businesses, its

accounting for the decisions already taken. Today's parliamentary debate is nevertheless important. It gives Mrs Thatcher an opportunity in which to set out the rationale behind her unequivocal support of the United States. In various public statements made over the past few weeks she has been quite clear about the immediate objectives of the blockade now being mounted in accordance with successive Security Council resolutions and stated US policy. Saudi Arabia and the other Gulf states must be afforded such military protection as they require. That is in hand. All foreigners who wish to leave Kuwait must be free to do so. Some are being set free; most are still being held hostage. Iraq must withdraw from Kuwait, unconditionally. The Emirates must be restored, as the legitimate government. These objectives are to be achieved peacefully, as a result of economic pressure, but the use of force is not ruled out.

Use of force

There will be some pressure on the Prime Minister to explain the meaning of "not ruled out". She should resist it. Mr Neil Kinnock was quite right to argue, as he did at the Trades Union Congress on Tuesday, that any use of force would be best conducted under the aegis of the United Nations. But the leader of the Labour Party would be mistaken if he insisted, as he may do this afternoon, that by this he means the specific imprimatur of a Security Council resolution. That would be to give China and the Soviet Union a veto; if President Bush wins the close support of President Gorbachev at this weekend's summit the veto would be Beijing's alone.

If President Saddam Hussein is to be defeated, "not ruled out" must include the possibility that a broad reading of Article 51 of the UN charter would allow for action taken in spite of a Security Council failure. There will be several voices raised against this proposition in the debate this afternoon. On Tuesday, Mr Paddy Ashdown's will almost certainly be one. Mr Kinnock should stand firm with the Government.

spectrum of operations remains wide, including a full range of consumer electronics production, computing, lighting and medical systems as well as semiconductor. The increasingly specialised nature of many electronics markets, combined with Philips' own top-heavy bureaucracy, have made such diversification hard to manage.

Rather than tackling this weakness at its roots, Philips has turned increasingly to national governments and the European Commission for help. Its energetic lobbying has secured substantial subsidies and EC trade protection, particularly against consumer electronics products and semiconductor. Yet the resulting higher prices for consumers and costs for taxpayers have not been accompanied by any improvement in Philips' performance.

Explicit discrimination

Furthermore, these measures, by explicitly discriminating in favour of European and the weakness of other parts of the European-owned electronics sector by seeking still higher levels of protection. That would only defer solutions to the industry's problems and increase the burden on European economies. The priority for the EC must be to forget about high-down dreams of European technological self-sufficiency and concentrate on encouraging indigenous producers to adjust to the realities of competitive markets.

The first economic assessments of the consequences of the Iraq crisis were too complacent, while the assessments from policy and strategic thinkers were too alarmist. There is a rare consensus about the basic economics. A rise in the oil price is inflationary from the point of view of the overall price level, but contractionary from the point of view of output and jobs.

One reason for complacency about the size of the effect is that a typical ready reckoner is stated in terms of the effects of a modest increase of, say, 10 per cent, in crude oil prices. In such a framework a 50 per cent rise looks very large. Yet, with crude prices within spitting distance of \$30 per barrel, we have virtually had such an increase already.

The oil price increases to date do not represent the end of the process. A helpful attempt to examine the range of possibilities has recently been made by the Chief Economic Adviser to the Confederation of British Industry, Douglas McWilliams, in conjunction with Petroleum Economics.

The report outlines four possible cases:

- Iraq backs down.
- A protracted economic and military stalemate occurs.
- There is a major military conflict.
- The West backs down and Iraq dominates the Gulf region.

Only in the first and least probable "benign" case does the price of oil fall soon, before rising again later in the 1990s roughly in line with inflation. Now consider the fourth "surrender" extreme, in which a face-saving pretext is found that leaves Iraq in control of the whole Gulf area, including Saudi Arabia, but excluding Iran. Iraq would then control 20 per cent of world oil production and a much larger proportion of the low-cost oil that can be turned on and off.

The rulers of Iraq would then have to balance their desire for early price increases against their fear of excessive depreciation of the world demand for oil. The report suggests that the oil price might then rise rapidly and exceed \$45 by the mid-1990s before receding later in the decade.

Even then the real price of oil in constant dollars would remain well below what it reached after the deposition of

Military measures must be justified on political not economic grounds

the Shah. But real growth among Organisation for Economic Co-operation and Development countries stagnates to reach a low of 1/4 per cent per annum in 1992 before starting a slow recovery to 2 per cent by the middle of the decade. The cumulative loss of output over the decade in the industrial world is put at 4 per cent of annual GDP - less than in either of the previous oil crises. As an oil producer, the UK would be relatively less hit.

OECD inflation, assuming reasonably tight financial policies, would, on western "surrender" assumptions, reach a peak of 6 per cent in 1991 and 1992 before subsiding gradually to 4 per cent by 1995. In the

IBM Tries Again

For A.B. "Tony" Cleave, chairman and chief executive of International Business Machines' UK subsidiary, the launch yesterday of the company's new and important mainframe family, the System/390, had a taste of nostalgia. Cleave helped with the launch 26 years ago of the IBM System/360 family, an event which transformed the nascent computer industry, securing IBM's position as the world's dominant mainframe supplier at a stroke.

IBM, now hard-pressed by its increasingly aggressive Japanese competitors, hopes that yesterday's announcement will prove as much of a milestone as 1964 - and help reverse the erosion of its share of the world mainframe market.

Cleave, now 52, sees the principal change in the industry as a shift away from the worship of technology to a concern for a customer's business problems. He accepts that in the sixties technology was the challenge. "Programming was a little like doing crossword puzzles".

Cleave recalls, however, that even in those early days, he had a healthy disrespect for technical gee-whizzery. He remembers having his knuckles rapped when a customer, showing his mastery of the jargon, asked if a system was "monolithic".

Did it really matter for data processing, Cleave retorted, if it was monolithic or palaeolithic?

One driver

Economists have been very busy with their economic models in the last month churning out often baffling simulations of the impact the Gulf crisis will have on the world.

So perhaps it is not so surprising that no one has noticed that the dozen of economet-

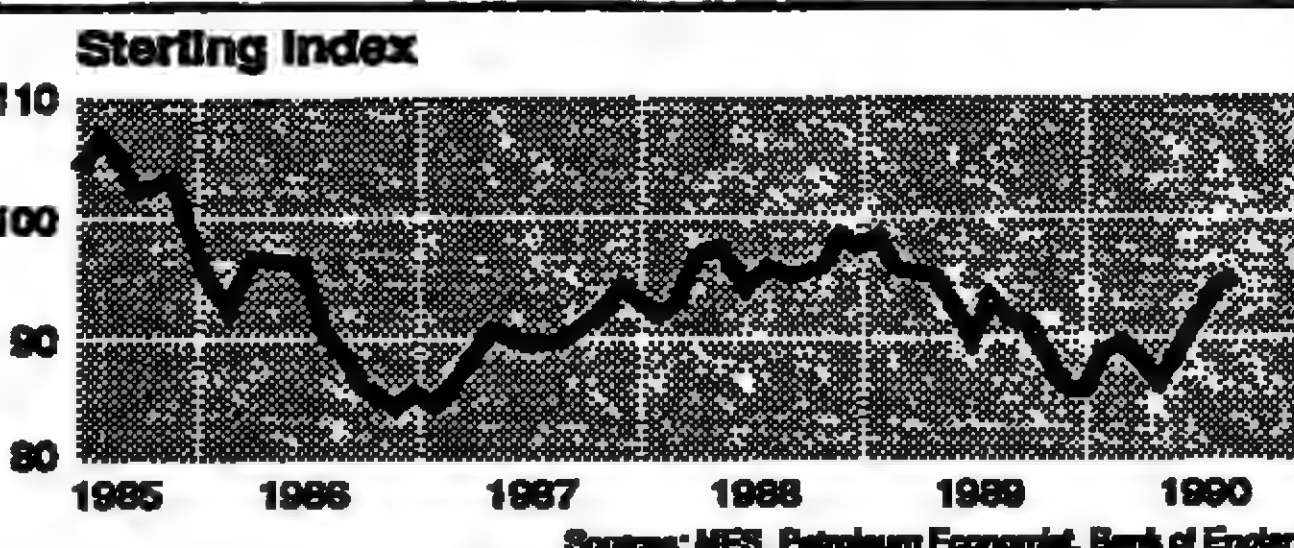
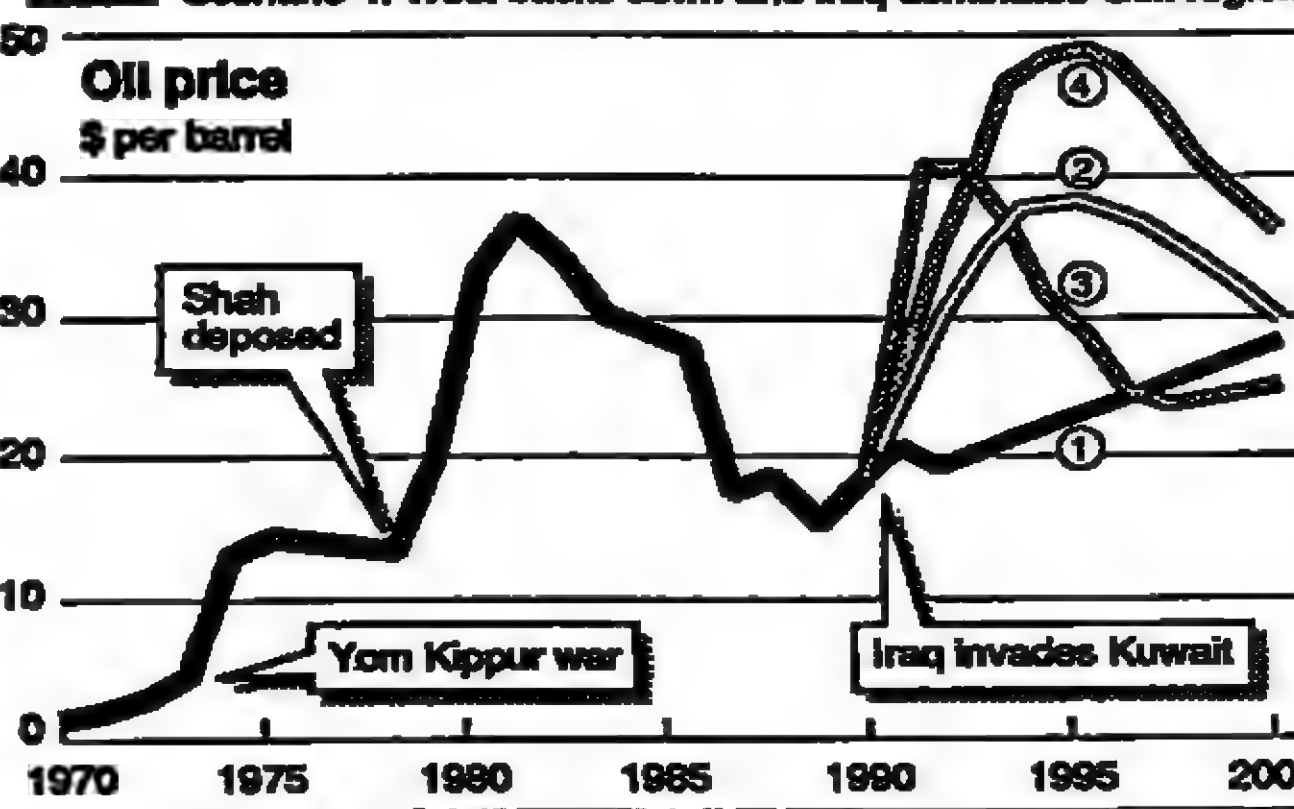
ECONOMIC VIEWPOINT

ERM and the Gulf

By Samuel Brittan

Oil and sterling

Scenario 1: Iraq backs down and withdraws threats
Scenario 2: Protracted economic and military stalemate
Scenario 3: Major military conflict
Scenario 4: West backs down and Iraq dominates Gulf region



British case, inflation measured by the vulgar, unadjusted Retail Prices Index would average nearly 7 per cent next year and nearly 6 per cent in 1992.

The adverse repercussions in eastern Europe and some Third World countries would be greater. But taking the McWilliams projections with the necessary grain of salt, it is hard to believe that the economic threat to the West justifies the horrors of war. Non-economists typically exaggerate the importance of particular geographical sources of supply.

Similar anti-economic reasoning was used to justify the shipment of arms which built up Hussein in the first place.

Western prime ministers, foreign ministers and defence ministers gave in to the military-industrial complex because they did not have the imagination to see that resources tied up in the arms selling industry could have other uses if only governments had been courageous enough to withdraw support, as in the case of other sunset industries.

This is not to argue for peace at any price. But resort to military measures must be justified - and justified up to the hilt - on other grounds, such as the Anthony Eden principle of resisting aggression, or to prevent a ruler like Saddam Hussein from acquiring a lead in the arms race, or to prevent nuclear weapons. And the gain has to be worth the potentially

drop. As in all cases except the "benign" one, interest rates are increased. World inflation is increased. It does not reach the "war" peaks - remains high for longer. Again the UK suffers less than other countries, but does not regain output growth of 2 per cent until well into the next parliament.

Nevertheless, in all cases British inflation rates fall by at least two percentage points, and sometimes more than three, between 1990 and 1991. Much of this is the automatic effect of the unwinding of mortgage interest and poll tax distortions. The inflation gap between the UK and partners drops substantially in 1991 and then continues to narrow.

So the official Madrid conditions for joining the European Monetary System are met. Any thing advanced by the perversities of the Middle East, as other countries' inflation performance moves temporarily up towards that of the UK.

The OECD's August Report on the UK goes further and argues that if entry to the Exchange Rate Mechanism strengthens the credibility and efficiency of counter-inflationary policy then the UK should join without waiting for inflation to drop. Full membership "would force both sides of industry to face long standing problems of inflationary pay settlements" - a point just reiterated by the CBI.

A more political point is that any further delay will provide excuses for a counterattack by elements among the British Government and its advisers that are always looking for a pretext to block membership.

It is reassuring, so far, that sterling has been dominated far more by talk of ERM entry - both when it has risen and when it has fallen - than by the Middle East. But this immunity will not last for ever, especially if the Government gets cold feet on the ERM, or the Chancellor waits until a shooting war knocks him off course.

Although sterling is much less a petrocurrency than it used to be, the dangers of currency over or undershooting are increased by present uncertainties. Sterling is towards the top of the politically feasible range for entry. A further big rise would unnecessarily aggravate the developing recession, while not having enough long-term credibility to help

Sterling's immunity will not last if the Government gets cold feet on ERM

against inflation. On the other hand a fall in sterling towards early 1990 levels - likely if ERM prospects are shelved - would destroy all the gains of the past few months. The time might then never seem ripe for entry.

Meanwhile, and despite the Middle East, the InterGovernmental Conference on Monetary Union will start in December; and, outside the ERM, neither the "hard Ecu" nor any other British idea is even a starter. Contrary to what some City voices are saying, it is in times of uncertainty that sterling most needs an anchor.

From CBI, Centre Point, 103 New Oxford St, WC1A 1DU; tel: 071-379 7400; fax 0420-23985.

BOOK REVIEW

1989 under the microscope

CONTEMPORARY BRITAIN: An Annual Review 1990
Edited by Peter Catterall

Published for the Institute of Contemporary British History by Basil Blackwell, pp 484, £35

What were the seminal events and trends in Britain in 1989? In no particular order, the following might come to most people's mind: the recovery of the Labour Party, the realisation that after several years of sustained economic growth, the British economy was still not as sound as those of the country's main competitors, the general "greening" of attitudes towards the environment, and perhaps the re-emergence of transport policy as an area of concern.

Externally, there was the sudden dismantling of the Berlin Wall, which along with the changes in the rest of eastern Europe is clearly going to have an effect on British foreign and defence policy in the longer term. There was also the renewed debate about Britain in Europe: how far should national sovereignty be surrendered (or pooled) for the sake of greater European integration?

Other readers will have additions of their own and there are plenty to choose from in this book. More than 40 authors have contributed to the Institute of Contemporary British History to produce their reflections on developments in their subjects last year. The intention is that such a publication will become an annual event. If so, the institute will be providing a valuable chronicle for future historians as well as a lively document for present-day readers.

Perhaps inevitably, the first volume in a series of this kind is the most difficult. There is no obvious starting point: no model for the writers to follow. There are too many subjects and too many authors dotting about all over the place. In an attempt to cover everything, new writing in the theatre receives only three paragraphs - perhaps a comment in itself. The chapter on science has only four pages. Developments in Scotland, Wales and Northern Ireland are covered in what amount to appendices at the end. Plainly this is not yet the right formula.

Nevertheless, there are some interesting chapters. One of the most powerful comes from David Butler, the veteran of studies of British general election campaigns. "The year 1989," he remarks, "was notable for a major switch in party support. A long period of Conservative predominance came to an end."

"For the men who manage British industry," writes Brennan Hurns of Kleinwort Benson, "1989 will be remembered as the year budgets were missed for the first time for many years. It was the year in which politicians' aspirations outran the capacities of both plants and managers in the UK."

Hurns is a writer I had not come across before. It is good to find him in this kind of questionnaire. He thinks that success will lie most with those British compe-

nies who diversify away from their home base.

1989 was also the 10th year of Mrs Thatcher's premiership. In some ways she still comes out well, certainly up with the times and capable of changing the climate of political debate. She made two speeches in the second half of 1988 which had a marked influence on the year ahead. One was to the Royal Society on environmental questions where she began to turn green; the other was her Bruges speech on the future of Europe as she saw it. Much of what was said and done in 1989 was related to those matters.

There were some trends, however, which the Prime Minister did not pick up so fast. One of the sudden interest in the inadequacies of British transport. The chapter by P B Goodwin, Reader in Transport Studies at the University of Oxford, on this subject is among the best in the book. Accidents had something to do with it; Zeebrugge, Kings Cross and Clapham, for example. But that was not all. Goodwin thinks that there was a new recognition of the links between transport, the economy and the environment which will be lasting. If so, there will be enormous implications for public expenditure. Goodwin also notes the rising interest in road pricing as a feasible policy option.

In 1990 - so far - the equivalent to the renewed interest in transport seems to have been a spurge of statements from, say, Lord Beloff on the right to Sir Claus Moser on the moderate left expressing dissatisfaction with the British education and training system. It is not always clear why such outbursts occur almost simultaneously. After all, the education system in mid-1990 cannot have been much worse than it was last year, and one might have been forgiven for the impression that the Government had spent much of the last few years working on improvements. Still, occur they do and it is an important part of a work like this to plot the trends as well as the responses.

The next volume might have a rather longer introduction by Peter Catterall, the editor, who allows himself only eight pages for his summary of the year in perspective. There should be fewer authors, and the subjects should be grouped more closely together under general categories like social policy, economic policy and external affairs. But this is the kind of venture that we can only wish well. It will require time to prove itself.

Malcolm Rutherford

OBSERVER

ciana, Simon Wren-Lewis, has abandoned his macromodel. The device (all inside a normal-looking computer) is still sitting in the offices of the National Institute of Economic and Social Research in Dean Trench Street, while its inventor has left the NIESR to be a professor at Strathclyde University.

The NIESR confirms that Wren-Lewis is a brilliant economist (if not British MP) are likely to show an understandable reluctance to lose lives.

The most likely case, however, is the second on the list - that of prolonged stalemate. Sanctions are maintained, although with leaks, and military spending remains high. Stagnation is more prolonged than in any case other than surrender. World output grows only slowly until well into the 1990s, but does not actually



"I expect a Latin American fleet will be on its way to the Gulf any day"

brief. The RA is also on the point of cancelling an exhibition for the first time - Egon Schiele and his Contemporaries. Potential sponsors are deterred by some of the explicit nudity of this turn-of-the-century Viennese artist.

Top talk

Television interviewer David Frost and Martin Sorrell, chairman of the advertising and marketing group WPP, have teamed up for an advertisement in the video training industry.

Together they have bought the assets of Results Training a company best known for its video training programmes for sales teams. And they have gone right to the top for their first four new productions - half hour interviews by Frost with leading businessmen Lord Hanson, Mark McCormack, Sir James Goldsmith, and Sir John Harvey-Jones. The thoughts of the mighty

don't come cheap at £199 for one cassette and £850 for the four.

Sir James is probably the most iconoclastic. "The biggest single handicap a person can have is to go to university," says the billionaire, before laying into the bureaucratic nature of modern day bankers.

Lord Hanson: "The answer is first of all you have to want to do it. A lot of people think about it but don't want to do it."

Sir John Harvey-Jones says he can tell within seconds whether a factory is well or badly run just by walking around it.

How much did the four captains of industry get paid for sitting down to be grilled on their business secrets? "They didn't get a fee, they got an honorarium," says Frost, without explaining how the two differ.

Spare a fag?

The cigarette shortage in the Soviet Union is now so severe that the country is asking Western tobacco groups for cigarettes on a consignment of 4bn cigarettes.

And such is the Russian lifestyle since the iron curtain has lifted, that the buyers are particularly keen to get American brands.

Pat Sheehy, chairman of BAT Industries, one of the largest suppliers of cigarettes, revealed yesterday that his group would be offering its "value for money" US brands. Though, he stressed, the deal will only go ahead if BAT can make a profit out of it.

Sheehy expects to end up with some tangible commodity in a barter deal. Roubles are unlikely to be acceptable.

Over-herd

Two cows were chatting in an English field. "What do you think about this mad cow disease?" one asked the other. "Oh," said the second cow, "it doesn't affect us ducks."

BUSINESS

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A ominous cloud is hanging over the young democracies of eastern Europe. It is called the past – not the last four decades of communist rule, but the period between the first and second world wars. The revival of nationalist feelings and old territorial disputes – which helped to destroy the region's brief experiment in democracy during the interwar period – could now undermine these countries' search for stable new political institutions.

As democratisation proceeds apace, nationalist aspirations are coming to the fore and politicians from Poland to Romania are skillfully exploiting them.

● In Poland, Mr Lech Walesa, the leader of the Solidarity trade union movement, is running for the presidency. But Mr Walesa's critics say that he wants to invest the presidency with powers resembling those held by Marshal Josef Pilsudski, who staged a coup in 1926, regarded himself

By the time the Red Army liberated eastern Europe in 1945, the region was ripe for communism

as the educator of the Polish people who, under his guidance, would regenerate the Polish nation. In the end Pilsudski's authoritarian presidential rule undermined Poland's constitutional, parliamentary and political institutions. Critics keep drawing parallels between Mr Walesa's race for the presidency and the Pilsudski era.

● Czechoslovakia's democratic experiment is also influenced by the past. While Poles were loyal over Marshal Pilsudski, Czechs revel in the writings of the late T G Masaryk, the country's first president. His name was splashed along the walls of Prague during last November's revolution. President Vaclav Havel is emulating his hero by taking riding lessons.

But behind the symbols of the past lies a fragmented reality: the age-old question of the relationship between Czechs and Slovaks. Last month thousands of Slovaks seeking independence gathered in the Slovak town of Kuzmoberok. There, 10 Slovak nationalist parties demanded the implementation of a eight-point programme calling for a separate, sovereign, independent Slovakia. They also commemorated the death of Andrej Hlinka, the arch-nationalist

The past casts its long shadows

Legacies from the interwar period hang over East Europe's new democracies, says Judy Dempsey

who awakened Slovak national consciousness during the 1930s with his calls for separatism from Prague.

They ignored the fact that Hlinka's guards were modelled on the Nazi SS. Weeks earlier, they unveiled statues to Josef Tiso, the president of the wartime independent Slovakia later executed as a war criminal. Despite their ignominious backgrounds, these two historical figures are seen as useful symbols in Slovakia's bid for independence.

The federal government in Prague has already presented a compromise in the form of a loose federal arrangement which would give Slovakia greater autonomy in education, language, communications, trade and even in foreign affairs. But the compromise, thrashed out during a secret meeting of Czech and Slovak prime ministers at Trencianske Teplice in August, was rejected by Slovak nationalists at Kuzmoberok. They want complete independence from Prague, even though this could destabilise the Czechoslovak Federation.

● In Romania, the ruling National Salvation Front is involved in a bitter dispute with the Hungarian Government over the fate of the 2m-strong ethnic Hungarian minority. The Hungarians, who for centuries have lived in Transylvania, want the restoration of the full cultural and ethnic rights denied them by the former Ceausescu regime. Despite promises made by the Front last December, demands by the ethnic Hungarians have not been addressed. Instead, the Front is now engaged in a bitter exchange with the Hungarian Government, which it accuses of seeking to reclaim Transylvania, despite denials from Budapest.

● In Yugoslavia, nationalism is contributing to the break-up of the present federal structures. Serbia, the largest of the Yugoslav republics, appears determined to quash the rights of the ethnic Albanian minority in Kosovo, as well as the Croat and Hungarian minorities in the small northern province of Vojvodina.



● In Bulgaria, the ethnic Turks whom Mr Todor Zhivkov, the country's former communist party leader, tried forcibly to assimilate, are continually under pressure from Bulgarian nationalists who oppose the granting of any special status to this minority.

● In Hungary, the fate of the Hungarian ethnic minorities in neighbouring Romania, Slovakia and Yugoslavia is exploited by the nationalist wing of the governing conservative Hungarian Democratic Forum. The Forum, led by Mr Jozsef Antall, the Prime Minister, is an uneasy coalition of Christian, liberal and nationalist forces inspired by the Hungarian populist movements of the 1930s.

What forces lie behind the nationalism which is challenging the young democracies in eastern Europe?

First, there is the legacy of communism. The communist regimes suppressed all ethnic nationalist aspirations in the belief that they were remnants of the past and would disappear. But recent developments

in the Soviet Union and in eastern Europe prove otherwise. Second, there is the legacy inherited in 1918 by the countries of eastern Europe after the carve-up of the Habsburg empire.

At the 1919 Paris Peace Conference, diplomats created out of the empire 12 sovereign states, all of them established on the principle of ethnic homogeneity. But even with the creation of these states, certain ethnic groups were excluded from achieving political recognition in the form of independent statehood. Slovakia is a case in point.

Other nations, such as Hungary, felt they had been forced to concede too much territory (two-thirds) and too many Hungarians (3m) to help make up the new republic of Czechoslovakia. Understandably, the air in eastern Europe was ripe for reclamation. Young, radical ideologues, anxious to introduce reforms, thrived on the dislocation, resentment and centuries of imperial rule.

Spurred on by the 1917 Bolshevik Revolution, radical left-wing intellectuals such as

Bela Kun, the Hungarian communist, seized power. They tried to oust the feudal aristocracy, introduce sweeping land reform, and create political institutions such as an independent legal system and a free press which had hardly existed before 1918.

But once in power, their rush towards change created panic among the conservative peasant and gentry classes which made up most of the population. Their fear of the Red Threat and the injustices of the peace settlement were exploited by nationalist and populist movements at the expense of strengthening the fragile democratic institutions.

The world economic crash of 1929, the subsequent depression and the rise of Nazism and anti-Semitism, coupled with disillusion with the lack of reform, catapulted them into power from the early 1930s onwards. The tiny light of democracy began to fade.

By the time the Red Army liberated eastern Europe in 1945, the region was ripe for a communist takeover. The political, economic and intellectual elites had been destroyed. The weak civil institutions which had been completely undermined during the 1930s, collapsed under the weight of the communists. The experiment with democracy was over. It is only now that the governments of the region can start the long rebuilding process.

The task is daunting, not only because these new governments must accommodate the challenge of nationalism. Apart from their inexperience, they do not have an indigenous political elite which can address nationalist aspirations or channel them into civil institutions. Such elites were destroyed during the second world war, and the communists destroyed the institutions. The governments must start from scratch.

Second, eastern Europe's ailing economies, its shattered infrastructures, the prospects of unemployment arising from the reforms, are likely to inflame nationalist and populist tendencies. The parallel with the 1930s is striking. Against this background, the plea by east European economists for western aid is even more understandable: it is a call for help to defuse the tensions that are now reverberating throughout the region.

We look at Switzerland and other multi-ethnic societies and see how different ethnic groups can co-exist," said one Hungarian academic. "If only we were prosperous and had strong democratic institutions, the rallying call of the nationalists would fall on deaf ears."

Doubts surround the emergence of independent power producers in the UK, writes David Thomas

Pioneers under siege

The final go-ahead for one of the world's biggest gas-fired power stations is expected to be announced within the next month by Enron Power Corporation of the US and Imperial Chemical Industries, the UK chemicals company. The station, to be sited at ICI's petrochemicals complex at Wilton on Teesside, is expected to cost more than £750m to build.

With a capacity of 1,725MW, the station will mark the coming of age of ambitious plans to encourage an independent power-producing sector in the UK as part of the Government's electricity privatisation programme. The idea is for a new wave of independent power producers to challenge National Power and PowerGen, the successors to the old Central Electricity Generating Board (CEGB).

On the face of it, that objective is well within reach. Scarcely a month goes by without a new proposal for an independent power station. Backers of the projects have come from a range of blue chip companies, including Texaco which is studying plans for a 2,400MW station capable of generating 1,000MW-1,100MW at its refinery in Pembroke, west Wales and Courtaulds which last week announced plans for a 2100MW station with a 220MW capacity at a site near Derby.

Nearly all the independent producers are planning to build combined cycle gas-fired stations. A relatively new technology, at least in the UK, these stations are cheaper and quicker to build than the large coal and nuclear plants favoured by the CEGB, although a sustained rise in oil and gas prices because of the Gulf crisis could cut into their margins.

The independents are also one of the main levers for opening the previously closed UK electricity generating industry to foreign companies. Thus, Enron is ICI's partner in the Teesside project; and Canada's CU Power is a partner in Thames Power, which wants to build a £500m station with 1,000MW of capacity on the Thames near London.

Yet many in the industry view this tumult of activity sceptically. After all, only one sizeable independent station is actually under construction – the £130m, 220MW station at Roosecote in Cumbria being

built by Lakeland Power. Pessimists point to the collapse of several of the projects so far mooted. "So many of them seem to disappear like the morning mist," says Mr Michael Cornish, Thames Power's chief executive.

Simple arithmetic seems to dictate that many will have to fade away, since the nationalisation years have left Britain with a surplus of generating capacity.

County NatWest, brokers to National Power, calculated in June that 18 new power station projects, with a combined capacity of up to 11,070MW had been announced by then. But it also reckoned that no new power stations would be needed on demand grounds before 1995-96, although some 3,000MW-4,000MW of cheap, environmentally friendly gas-fired stations could be needed by 1988 to allow the closure of old coal-fired stations. Enron alone would account for about

ducers, alleges that the electricity supply contracts nailed into place by the Government in the run-up to privatisation will keep pool prices low and hence discourage competition.

It is not yet clear whether such fundamental doubts about the new market are justified. Yet there are plenty of more straightforward weapons which National Power and PowerGen can wield against the newcomers.

Mr John Wilson, electricity analyst at UBS Phillips & Drew, one of the few large City firms which is not a broker to an electricity company, points to the advantages of National Power's and PowerGen's size. They can secure more favourable supply contracts for fuels such as gas. They can finance their new stations more cheaply than the independents. And so on.

Moreover, National Power and PowerGen have both announced plans to close some older coal-fired stations and simultaneously build new gas-fired plants. This strategy seems calculated to send a cautionary message to budding independents: the big generating companies will provide most of the little new capacity needed in the next five years.

Yet the more sanguine independents say privately that they expected rough tactics from National Power and PowerGen. They remain optimistic about their prospects for one reason: the regional electricity supply companies need them.

Only by encouraging a competitive third force can the regional companies be certain that National Power and PowerGen will be forced to cut costs. Moreover, by taking equity stakes in the independents, the regional companies can open up a new income stream for themselves.

For their part, the independents need the regional companies to sign long-term supply contracts for their electricity – a prerequisite to raising project finance. That explains why almost every independent power project so far announced has at least one regional company as a partner.

It also explains the guarded optimism of the pioneer independents. "There will be a market for independent generators, though in reality it can only be a small percentage of total UK electricity requirements," says Lakeland's Mr Stubbs.

LETTERS

Separate trading needed

From Mr John Yaxley.
Sir, I read with surprise Christopher Smith's article "Hong Kong should plan for full economic union with China" (September 3).

The provisions in the Joint Declaration, now embodied in the Basic Law, are based on the fundamental belief that Hong Kong's future stability and prosperity depend on a continuation of its present legal and governmental systems, including full autonomy in external economic and trade relations and a separate customs territory status.

We have been exercising this autonomy in trade matters for many years. We have always conducted our external trade policy separately from foreign policy considerations and deal autonomously with our trading partners. Our trading partners accept that this will continue beyond 1997, notwithstanding the reversion of Hong Kong to Chinese control.

History shows that economic co-operation between two separate customs territories is not dependent on economic integration or any form of customs union. Hong Kong business men have, over the past 10 years or so, increasingly and successfully invested in and traded with China, particularly Guangdong. This has not required any form of economic integration or customs union.

Our continued separatism from China in terms of trade policies and customs administration is one manifestation of the concept of "one country, two systems." Hong Kong is committed to a capitalist system based on the free operation of market forces and guaranteed by the Joint Declaration and the Basic Law. China is committed to the socialist system. So long as these commitments remain, it is just not possible to contemplate the sort of economic integration Christopher Smith envisages.

To pursue, as he suggests, "an experimental economic union" between Hong Kong and Guangdong, with further progress dependent on "political and economic developments in the PRC itself, including the establishment of genuine democratic principles and a comprehensive legal system," is to discontinue the well-tried systems which have given Hong Kong many years of economic development and which have benefited China and our trading partners in the process. This is not what we in Hong Kong want.

The future prosperity of Hong Kong lies in the faithful implementation of the Joint Declaration: a binding international agreement. There is no basis for suggesting that the Joint Declaration would be "scrapped, fudged or amended to cope with the situation as it unfolds." Both governments have made clear their commitment to discharge their obligations under the agreement.

A key component is the provision of a stable environment for investment by preserving existing systems. This seems infinitely preferable to experimenting with the unknown. John Yaxley
Hong Kong Government Office,
6 Grafton Street, W1

No Russian economic miracle

From Mr Richard Lucas.

Sir, Anatole Kaletsky has become unduly optimistic in reporting possible Yeltsin/Gorbachev reform as a choice "between market and chaos" (August 31). The nationalities question within the Russian republic (the RSFSR) is too bitter to allow a rapid sale of assets to go through without entrenched opposition from many of the 16 autonomous republics, five autonomous regions, 10 autonomous areas, six territories and 49 regions that make it up.

In the nationally homogeneous countries of eastern Europe, where communism has been doing its damage for 40-odd years rather than 73, privatisation (which must address the "who owns what" debate) has been very controversial. Privatisation without knowing from whom the assets are to be purchased, or who can give them away, cannot take place.

Take the example of the £2.3bn contract between Docutus plc and Tomsk, under great uncertainty because of the Russian Supreme Soviet's review of all deals involving the natural resources of the RSFSR. This contract would have been excellent for Tomsk region because it would have received perhaps 85 per cent of the value of its timber in hard currency. Instead of useless roubles, and clearly good for Docutus – but a disaster for Moscow. Every region in the RSFSR would like to settle such deals. Were they able to do so, the significance of Moscow as the centre of the RSFSR, let alone the USSR, would dwindle.

Accounting for inflation

From Professor D.R. Myddelton.

Sir, Mr Ian Brindle of Price Waterhouse is not entitled to say (August 30) that the Accounting Standards Committee (ASC) failed to seek reasonable consensus on inflation accounting. There was a long period of consultation between 1986 and 1978, prior to the issue of Exposure Draft 3 on "Accounting for changes in the purchasing power of money." The proposals for constant purchasing power (CPP) accounting received support from the Confederation of British Industry. Even the Sandilands committee (in paragraphs 401-403) recognised that there was a good deal of support for CPP. Mr Brindle may be thinking

not of inflation accounting (CPP), but of current cost accounting (CCA). This, as SSAP 16 itself made clear, was "not a system of accounting for general inflation." But CCA was the result of a government committee's proposal, which the Government then required the ASC to try to implement. The ASC and the accountancy profession is by no means blameless, but the main responsibility for the unsatisfactory progress on inflation accounting lies with the Government. The Government has caused the inflation, and the Government sabotaged CPP accounting. D.R. Myddelton,
Cranfield School of Management, Bedford

Hayward Gallery South Bank Centre, London

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INSIDE

Sun Alliance incurs
£119m pre-tax loss

Sun Alliance, the large UK composite insurer, has suffered a pre-tax loss of £119m in the six months ending in June because of winter storms and subsidence caused by two successive dry summers. In the same period of 1989, the group made a pre-tax profit of £191m (£356m). Other large insurance groups have also posted half-year losses recently including a £24m loss at Guardian Royal Exchange and a £55m loss at Royal Insurance. Page 19

Wiggins Teape profits fall by 9%

Unstable pulp prices have hit interim pre-tax profits at Wiggins Teape Appleton, the UK paper company which was demerged from BAT Industries earlier this year. In the six months to June 30, profits fell 9 per cent before tax. The company also announced yesterday the purchase of Soise Cascade's paper mill in Vancouver, Washington, for £32m (\$60m). Chairman and chief executive Stephen Walls (above) said almost all the decline in the company's earnings could be attributed to its forestry and pulp operations. Page 23

Freeing frozen assets

Deep in the heart of Canada's Northwest Territories lies the Colmac gold mine. The only way to get there is a perilous journey across a 190-mile ice road of frozen lakes. This project has drawn the guarded interest of the rest of the mining industry, anxious to make exploitation of low grade ore mines such as Colmac cost effective. Kenneth Gooding reports. Page 26

Dresdner raises E German stake

Dresdner Bank, West Germany's second largest bank, has raised its stake in the former East German state bank, Deutsche Kreditbank, to 85 per cent from 49 per cent by investing a further DM350m (\$222m). It intends to absorb the East German group completely before the end of the year. Both Dresdner and Deutsche Bank, West Germany's biggest bank, set up joint ventures with the East German bank to speed their entry into the new market after the introduction of the D-Mark across the border on July 1. Page 19

Indian traders break from pack

Indian stock markets are racing ahead in stark contrast to the gloom almost everywhere else. As dangers of Gulf war wax and wane, traders in India appear to have seen only roses. Over the past five weeks the Bombay Stock Exchange 30-share index has gained 124 points or 12.6 per cent. The bull phase, which began in mid-June, has gathered such pace that on Monday, the stock exchange authorities were forced to introduce a range of trading curbs. R.C. Murthy reports. Back page

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Chief price changes yesterday

FRANKFURT (DM)		PARIS (FFr)	
Index	700	Index	523
Boesche	700	Boesche	523
Hofmann	700	Hofmann	523
Wolfsberg	700	Wolfsberg	523
Wolfsberg	700	Wolfsberg	523
Wolfsberg	700	Wolfsberg	523
Wolfsberg	700	Wolfsberg	523
Wolfsberg	700	Wolfsberg	523
Wolfsberg	700	Wolfsberg	523
Wolfsberg	700	Wolfsberg	523

NEW YORK (US)		LONDON (Pence)	
Index	295	Index	295
Boesche	295	Boesche	295
Hofmann	295	Hofmann	295
Wolfsberg	295	Wolfsberg	295
Wolfsberg	295	Wolfsberg	295
Wolfsberg	295	Wolfsberg	295
Wolfsberg	295	Wolfsberg	295
Wolfsberg	295	Wolfsberg	295
Wolfsberg	295	Wolfsberg	295

Rome gives way on
Enimont sell-off

By John Wyles in Rome

THE ITALIAN Government yesterday publicly abandoned its opposition in principle to the full privatisation of Enimont, the troubled joint chemicals venture between the public and private sectors. It presented a proposal designed to end the damaging battle between the venture's main shareholders.

The plan appears partly designed to force Mr Rauli Gardini, whose Montedison owns 40 per cent of Enimont, finally to reveal whether he is serious about wanting to be the leading figure in the Italian chemicals industry.

The proposal rules out a break up of Enimont with Montedison taking one slice and Eni, the state-owned energy company which also owns 40 per cent, taking the other.

Instead, it requires Eni to put a price on its stake and offer it to Montedison, which said in June that it was ready to buy out its partner. If the offer is refused, then Eni would buy out Montedison at the same price.

The Government's first prefer-

ence is that the two partners should find a *modus vivendi* until the end of 1991, and it asks them to do so. But since the last six months have been lost in this fruitless search - at considerable damage to management morale - neither side will take up the invitation.

The Eni board was meeting last night to discuss its options. While it has the Government's public blessing to sell out, it is not known whether the Eni president, Mr Gabriele Cagliari, has private instructions to fix a price which will invite Mr Gardini's refusal and prompt him to sell the Montedison stake.

The consensus among analysts is that about L2,300bn (\$1.9bn) would be a reasonable offer for 40 per cent of Enimont. The market value of the stake is currently about L2,000bn.

Enimont's prospects are grim at the moment. It lacks a president and the managing director resigned last week. The Gulf crisis has added about L700bn to operating costs, its net debt at the end of last year was L7,428bn

and it may need to sell assets to make any money this year.

The outcome of yesterday's ministerial meeting on the Government's approach was somewhat surprising. Mr Franco Piga, the new minister for state shareholdings, who is friendly with Mr Gardini, had been expected to support a proposal that Montedison should be allowed management control of Enimont until the end of 1991. This is when alterations in shareholdings, as envisaged by the founding Enimont agreement, would take place.

Mr Gianni De Michelis, the Italian foreign minister, was present reportedly to ensure that the views of his party leader, Mr Bettino Craxi, triumphed over those of Mr Claudio Martelli, the Socialist deputy prime minister. Mr Craxi has little sympathy for Mr Gardini.

Mr Piga will have to defend the government stand before a parliamentary committee today. It appeared last night that an Enimont shareholders' meeting fixed for tomorrow would go ahead.



Piga: will have to defend the Government's approach today

Post-acquisition costs hit Poulenc at halfway

By William Dawkins in Paris

RHONE-POULENC, France's biggest chemicals group, yesterday reported a 12.9 per cent decline in net income for the first half of the year, hit by the fall in the dollar and a rise in debt costs from an ambitious international acquisition spree.

The rise in oil prices sparked by the Gulf crisis, the dollar's continued weakness and slower economic growth "could have a greater impact on operating income" in the current half, warned the state-owned group, one of several big chemicals groups to report lower profits in recent weeks.

Earnings slipped to FF34.73 per share in the six months to June, against FF40.85 in the same period last year.

"We started the year in a vulnerable position because we had built up our debts but not yet drawn the synergies from our acquisitions," said Mr Jean-Pierre Throuillet, Rhône-Poulenc's finance director.

"Even so, these figures are not so bad in the general context of the world chemicals industry," he explained.

Including the first contributions from acquisitions, sales rose 7.8 per cent to FF39.9bn

(\$7.52bn) in the first half, from FF37.1bn in the same period of last year.

Rhône-Poulenc spent FF12.4bn on takeovers last year in pursuit of its strategy of increasing its presence in higher value-added products and away from the more cyclical parts of the chemicals industry.

On a comparable basis, turnover fell by 5.6 per cent, of which 4.9 per cent was due to the fall of the dollar and the yen against European currencies.

Operating profits declined by 20 per cent from FF4.7bn to FF3.7bn, while the interest bill

at halfway increased from FF1.1bn to FF1.7bn.

Debits have risen from 53 per cent to 95 per cent of shareholders' funds over the period.

The first stages of a planned \$1.5bn divestment programme, to bring debt back to former levels, brought in a capital gain of FF304m.

Net profits accordingly fell less steeply than operating earnings, from FF2.5bn to FF2.2bn.

The integration of Rhône-Poulenc's new businesses, which include RTZ's chemical division, GAF and Rorer of the US, was proceeding as planned, though

Mr Throuillet did not expect the first real benefits of the takeovers would start to show until next year and 1992.

Sales grew in agrochemicals, fibres and pharmaceuticals, but the chemicals and animal nutrition businesses suffered from cyclical falls in demand and exchange rate changes.

The Brazilian subsidiary, which represents 7 per cent of turnover, lost FF700m as a result of the Brazilian economic austerity drive.

It is, however, expected to break even again before the end of the year, said Rhône-Poulenc.

Astra lifts interim result by 31% and boosts forecast

By John Burton in Stockholm

ASTRA, the Swedish pharmaceutical company whose fortunes have been transformed by its new Lossec anti-ulcer drug, yesterday announced a 31 per cent rise in first-half profits and raised its profit forecast for the year.

Profits before appropriations and taxes increased from SKR96m (\$157.2m) in the first half of 1989 to SKR123m, while sales advanced by 24 per cent to SKR4.5bn.

Astra now expects profits to

jump by more than 25 per cent to at least SKR2.3bn this year, instead of its earlier prediction of 20 per cent, due to buoyant sales for Lossec.

Lossec, which was launched in 1988, had sales of SKR611m during the first half of 1990, an increase of almost 400 per cent as it entered new markets.

It was approved in the US for the acute treatment of duodenal ulcers and was allowed entry into Italy, Europe's biggest market for stomach ulcer drugs. It was also

approved for the Australian and Greek markets.

Close to 60 countries have approved the drug, which is Astra's second biggest selling product after the cardiovascular agent Solacen.

The potential for Lossec is reckoned to be sizeable as it challenges Glaxo's Zantac for leadership of the ulcer drug market worldwide.

Profits for Lossec are expected to hit their peak in five years.

Anticipation of Lossec's huge

earnings has made Astra one of the leading performers on the Stockholm bourse.

The price of its free shares climbed by more than 31 per cent during the first eight months of 1990.

The company's market capitalisation now exceeds that of Volvo, Sweden's biggest company in terms of sales, and Astra was the most profitable Swedish company last year with a net margin of 18 per cent.

Yesterday the company's free

B shares, which may be purchased by foreigners, rose by SKR10 to SKR35.

Astra also reported increased sales for Pulmicort, its anti-asthma agent. Pulmicort has helped transform respiratory drugs into the company's biggest product group ahead of cardiovascular drugs, the previous leader.

Sales of Pulmicort increased by 58 per cent to SKR38m and total sales of respiratory drugs rose by 25 per cent to SKR1.1bn.

BAT warns on full year as
mid-term profits fall 11%

By Maggie Urry in London

MR PAT SHERREY, chairman of BAT Industries, warned yesterday that the group's full year results might not reflect the underlying growth in its tobacco and financial services businesses.

"Unless world stock markets recover significantly, our investment returns will be adversely affected, while our reported profits will be reduced on translation if the current strength of sterling continues," he said.

His comments followed publication of first-half results which showed pre-tax profits down 11 per cent to £582m (\$1.1bn), while earnings per share fell 20 per cent to 20.46p. Total group turnover, however, was up 13 per cent to £9.4bn.

BAT has changed to translating its overseas profits into sterling at average rather than year-end exchange rates, which will tend to smooth the effect of volatile currency movements. It restated the comparable period's profits for this and to exclude Argos and Wiggins Teape Appleton, the retail and paper busi-

nesses which were demerged during the second quarter.

The group, which escaped from a potential £1.3bn hostile takeover bid from Sir James Goldsmith's Hoylake in April, saw its shares rise 2p to 330p on the day, as analysts said that the results and the dividend were better than expected. The second interim dividend of 10.7p gives 20.7p so far this year, up 20 per cent on a pro-forma basis.

During the first half, the tobacco division increased trading profits 19 per cent to £472m, with sales volumes higher mainly through exports to the Far East, the Middle East, Latin America and to Eastern Europe.

The shortfall in profits was caused by the group's financial services activities where trading profits were down 38 per cent to £266m. There was a better performance in the second quarter with profits 14 per cent lower at £182m compared with a 63 per cent decline in the first three months to £74m.

Farmers, the US insurance

business, Allied Dunbar, the UK life assurance and unit trust group, and the life side of Eagle Star, the UK insurer "performed well" according to Mr Sherrey.

But Eagle Star's UK composite insurance business was to blame for the downturn, suffering a sharply higher underwriting loss of £180m for the half compared to a loss of £46m in the first half of 1989. Eagle Star has decided to stop writing new property development guarantee business, and has strengthened its reserves against that side by £40m to £165m during the half.

The group's interest charge fell from £157m to £130m, thanks to higher investment income from Brazil, but the tax charge rose from 37.1 per cent to 42.7 per cent. There was an extraordinary gain of £414m (compared with £196m), being profits on disposals of businesses, net of a £26m charge for costs of the Hoylake bid defence and regulatory hearings, bringing the final bill for the bid to £22m.

Lex, Page 16

Dutch insurers in merger talks

By Ronald van de Krol in Amsterdam

TWO leading Dutch mutual insurance companies, Centraal Beheer and Avéro Verzekeringen, yesterday revealed that they had launched merger talks which, if successful, would create the fourth largest insurer in the Netherlands.

The two companies plan to use their strengthened position on the domestic market as a springboard for expansion in Europe, either through acquisition or joint ventures. The mooted link-up is the latest example of concentration in the Dutch insurance industry and co-operation among Europe's mutual insurers.

The merger talks are expected

to be completed before the end of this year, with European expansion planned over the next five years, company spokesmen said.

After the merger and creation of a single holding company, the two insurers will continue to operate independently under their separate names. Centraal Beheer, currently ranked fifth in the Netherlands, is primarily a direct insurer providing telephone-based services to consumers. Avéro, the ninth largest Dutch insurer, sells its products both directly and through banks and independent insurance brokers.

Together, they expect to post

total income of more than F14bn (\$2.3bn) in 1990, putting the merged company in fourth place in the Netherlands after Nationale-Nederlanden, Aegon and Amey. The two companies are active in life and non-life insurance and pension schemes.

Centraal Beheer has already set up an international department to look into opportunities in other parts of Europe. At the moment, Centraal Beheer's foreign activities are limited to a small office in Antwerp, where it sells car insurance to Flemish-speaking customers. Avéro has not yet ventured across the Dutch borders.

Japanese banks
start big
borrowing
programme

By Tracy Corrigan in London

JAPANESE banks began a huge borrowing programme on the international debt market yesterday to bolster strained balance sheets. Three banks raised \$1.8bn of subordinated debt and up to 10 more may follow this month.

The sharp decline in Japanese stock prices following Iraq's invasion of Kuwait has placed heavy pressure on the balance sheets of many Japanese banks by eroding the value of their equity holdings, 45 per cent of which qualify as capital.

The urgent need to shore up their balance sheets has forced the Ministry of Finance to relax its strict stance on subordinated debt issuance. The MoF is also encouraging banks to ease pressure on capital by reining in their lending and so stem the growth of their assets.

Bank of Tokyo and Fuji Bank each brought \$700m offerings of subordinated floating-rate notes, while Nippon Credit Bank launched \$400m of subordinated debt, all of which matures in 10 years. Tokai Bank, Saitama Bank and Mitsui Taiyō Kobe are among the dozen or so banks said to be planning to tap the market soon.

The banks need to raise extra capital to conform to international capital adequacy requirements. Subordinated debt qualifies as high-ranking capital under the Basle accords.

The banks are keen to tap the market quickly because their half-year reports are due at the end of September. But the MoF is operating a queueing system in an attempt to prevent a flooding of the market.

With up to 10 more issues before the end of this month and more expected in October, the huge volume of paper may deluge investors and so force up the interest costs of the banks. The investor base will be limited to Japanese institutions.

Dai-ichi Kangyo Bank and Sumitomo Bank have also recently issued subordinated debt in the international market. Sumitomo Bank, a large commercial or "city" bank, broke a convention which limits such issues to the long-term credit banks, and the Ministry of Finance refused to allow further issues. The technique used by the one city bank which borrowed yesterday, Fuji Bank, has been newly permitted by the MoF to circumvent the problem.

The Fuji notes fund a loan to the bank's London branch by Merrill Lynch, so that Fuji itself does not tap the subordinated debt market directly.

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SEPTEMBER 1990

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1990 INTERIM DIVIDEND

The Board of Management have decided to pay an Interim Dividend of Dfl. 4.25 in cash per Ordinary Share of Dfl. 20.00 each for the financial year 1990. The Interim Dividend will be payable, less 25 per cent withholding tax, from 14 September, 1990 on presentation of coupon No. 44.

Dividend coupons for cash payment may be presented at Pierson, Hekking & Pierson N.V., Kempen & Co. N.V., Coöperatieve Centrale Raiffeisen-Boerenleenbank B.A., Amsterdam-Rotterdam N.V., Algemene Bank Nederland N.V. in their respective branches in Amsterdam, The Hague, Rotterdam and Utrecht, at the offices of Generale Bank, Bank Brussel Lambert and Kredietbank in Belgium, or at the offices of Morgan Grenfell & Co. Limited, New Issues Department, 72 London Wall, London EC2M 5NL.

The interim report for the first six months of 1990 (translated in English) will be available at the offices of Morgan Grenfell & Co. Limited at the same address.

By Order of the Board of Management
The Hague, September 6, 1990

NOTICE OF REDEMPTION TO HOLDERS OF Helmreich & Payne Finance, N.V.

75% Subordinated Debentures due 1995
(Redemption preference 1990, the right to
redeem on October 12, 1990)

Holders are hereby given notice to Section 1006 of the Indenture as of October 12, 1990 between Helmreich & Payne Finance, N.V., as Guarantor, and Manufacturers Hanover Trust Company, as Trustee, that all of the outstanding 75% Subordinated Debentures due 1995 of Helmreich & Payne Finance, N.V. (the "Debentures") have been called for redemption on October 12, 1990 (the "Redemption Date") at 100.0% of the principal amount thereof (the "Redemption Price"), plus accrued interest to the Redemption Date. The principal amount outstanding of Debentures is \$54,000,000 as of August 18, 1990.

Payment of the Redemption Price will be made in cash or by check or by transfer to the bank account of the holder as at the time of payment shall be legal tender for the payment of the principal and interest. Payment will be made by check drawn on Manufacturers Hanover Trust Company in New York City or by a transfer to a United States dollar account maintained by the payee with a bank in New York City.

The Redemption Price and accrued interest will be \$1,000,000 per \$1,000,000 of Debentures, and shall be paid in cash or by check or by transfer to the bank account of the holder as at the time of payment shall be legal tender for the payment of the principal and interest. Payment will be made by check drawn on Manufacturers Hanover Trust Company in New York City or by a transfer to a United States dollar account maintained by the payee with a bank in New York City.

The Debentures are exchangeable into Common Stock of Sun Company and Common Stock of Sun Energy Inc. at the rate of 1.25 shares of Common Stock for each \$1,000,000 of Debentures or as hereinafter provided. At the close of business on October 12, 1990, the right to exchange the Debentures will terminate.

Debentures may be surrendered for exchange in accordance with the terms of the Indenture at Manufacturers Hanover Trust Company, Global Securities Unit, 100 Wall Street, New York, New York 10038 or any of the Paying Agents referred to in the Indenture.

No adjustment will be made for interest accrued on any Debentures that shall be exchanged or for dividends or other payments that shall be payable upon the exchange of such Debentures outstanding to a dividend record date.

By: Manufacturers Hanover Trust Company, Trustee

Dated: September 6, 1990

Fall of 21% at TNT due to dispute by pilots

By Bruce Jacques in Sydney

TNT, the Sydney-based multinational transport group, was hit by the protracted Australian pilots' dispute in the year to June, reporting a 21.1 per cent fall in net equity-accounted earnings from A\$177.3m to A\$139.9m (US\$114.1m).

The company, which partners News Corporation in control of Ansett Transport Industries, Australia's only large private airline, has held its annual dividend at 15 cents a share.

Directors said the pilots' dispute caused a reduction of more than A\$72m in contribution from associated companies which also include the shipping group, McIlwraith MacEachern, and East-West Airlines.

They said they did not believe the Gulf crisis would have a detrimental effect on the group's long-term profitability or growth, although it was already having an adverse effect on fuel oil prices.

"In any event, the TNT and Ansett groups have taken the precaution, through forward purchases, of securing a proportion of their future requirements at a fixed price," they said.

"In the road freight industry, fuel represents a relatively small proportion of operating costs. Whilst in the aviation industry fuel represents a higher proportion of costs, the group's airline operations utilise modern, fuel efficient fleets."

The result was on a 15 per cent advance in revenue to A\$4.48bn from A\$3.91bn and was after tax of A\$78.5m against A\$73.9m and with depreciation of A\$134.9m compared with A\$114.9m. Net interest expense rose to A\$136.1m from A\$76.9m.

INTERNATIONAL COMPANIES AND FINANCE

Pioneer International in the red

By Bruce Jacques in Sydney

PIONEER International, the diversified Australian building products group, has reported the first loss in its 40-year history after allowing for a gross A\$234.2m (US\$181.1m) in asset write-downs.

These slashed the bottom line from a A\$153.6m profit to a A\$107.6m loss in the year to June, and Sir Tristan Antico, the group's founder and chairman, summed up the tumble with a single sentence: "We made a mistake with our investment in Giant Resources."

Pioneer bought Giant, then the gold "arm" of the Arlaine group, in 1988 and has now

written off more than A\$400m on the investment.

"It was our first mistake in 40 years, and it's a pity it had to be so big," Sir Tristan said. "But I'm confident the rest of the assets will stand up well."

Pioneer wrote off A\$277.5m of Giant in the latest year and another A\$78.6m was written off on the sale of its 30 per cent stake in Pioneer Mineral Exploration. But this was partially offset by a A\$181.9m book profit on the A\$248.6m sale of mineral sands interests.

Pioneer's core building products business was also down in the year, with net operating earnings falling 44.7 per cent

from A\$151.1m to A\$84.2m. Despite the slump, the company will dip into reserves to maintain annual dividend at 15 cents a share, taking A\$108.4m.

That figure included a A\$53.3m abnormal loss - there was none previously - and was after a 22.3 per cent rise in tax to A\$58.8m from A\$58.5m. Interest expense jumped from A\$127.1m to A\$201.6m reflecting acquisitions, and depreciation rose from A\$100.1m to A\$129.8m. Revenue rose by 27.1 per cent from A\$3.57bn to A\$4.52bn.

Mr Rod Price Pioneer, managing director, said the group would concentrate on its core

assets, and the thrust of expansion would be overseas. The company was targeting a 50-50 Australian-overseas asset split within five years. About 65 per cent of assets are currently in Australia.

Mr Price said the write-downs had reduced Pioneer's net asset backing to about A\$1.60 a share, but he believed there was at least another A\$2 a share in the balance sheet.

Ampol Exploration, Pioneer's 51 per cent-owned subsidiary, yesterday announced a 1.85 per cent net earnings lift from A\$1.2m to A\$1.35m in the June year, following a big improvement in oil output.

Seagram raises income by 3%

By Bernard Simon in Toronto

SEAGRAM, the Canadian distilled drinks company, boosted second-quarter income by 3 per cent, with strong contributions coming from its international spirits business and from its interest in Du Pont, the US chemical group.

Net earnings rose to US\$205m, or US\$2.18 a share, in the three months to July 31, from \$199m, or \$2.07 a share, a year earlier.

Operating income rose to

\$152m from \$140m, while dividends from Du Pont, in which Seagram has a 24 per cent interest, climbed to \$65m from \$57m.

These advances were partially offset by a \$5m rise in interest expenses to \$91m. Seagram's equity in unremitted Du Pont earnings slipped to \$99m from \$105m, and income tax provisions rose slightly.

Revenues expanded by

almost 9 per cent to \$1.42bn.

Net income for the first six months of the present fiscal year was \$392m, which was \$3m lower than last year. Per share income rose to \$4.35 from \$4.07, as a result of a smaller number of outstanding shares.

Mr Edgar Bronfman, president, ascribed the improvement in operating income mainly to the "strong performance" of Seagram International in all regions.

BTR Nylex net earnings rise 15.7%

By Bruce Jacques

BTR Nylex, the Melbourne-based diversified industrial company, has managed a 15.7 per cent net earnings rise in the June half, in spite of what directors described as a difficult economic climate.

The group has raised its interim dividend from 4.3 cents to 5.35 cents a share after boosting profit to A\$260.8m (US\$213.7m) from A\$255.3m.

The result was despite a 4.1 per cent dip in sales to A\$2.35bn from A\$2.45bn and a 50 per cent increase in finance charges to A\$83.9m from A\$55.9m.

The company's packaging operations, mainly acquired through the takeover of ACI International, were the strongest performers, with engineering also doing well. But earnings from the polymer and building products divisions were down.

Directors said they were pleased with the result in the circumstances. "Management effort has been directed to further consolidation of the group, with emphasis on cash flow, cost-cutting, product rationalisation and product improvement," they said.

"Current order levels within our building products, automotive and consumer markets are soft. On the other hand, activity of our Asian operations, particularly Malaysia, Thailand and Taiwan, are buoyant."

The result was struck after tax of A\$116.4m against A\$118.9m previously and depreciation of A\$86.9m compared with A\$81.3m.

Campbell Soup has \$238m loss

By Alan Friedman in New York

SPECIAL charges for divestitures and restructuring caused a fourth-quarter loss of \$238.4m, or \$1.84 per share at Campbell Soup, the New Jersey-based foods group that has been wracked by internal family feuding and management changes over the past year.

The fourth-quarter loss, struck on 11 per cent higher sales of \$1.44bn in the three months ended on July 29, came after Campbell took a \$301.8m

special charge. In the previous fourth quarter Campbell suffered a \$194.7m (\$1.51 per share) deficit after restructuring charges.

In the 12 months to last July the company recorded a \$4.4m net income or 3 cents a share, down from the \$13.1m profit struck in the 1988-89 fiscal year. Full-year sales were 9 per cent higher at \$6.2bn.

Wall Street reacted to the disappointing results by mark-

ing Campbell's share price % of a point lower yesterday morning, to \$48.

Mr David Johnson, the new Australian president and chief executive who was named last January after squabbling within the company's founding Durance family, said Campbell's domestic US divisions turned in strong earnings performances, but the international division continued to be disappointing.

HK Gas records 20% advance

By Angus Foster in Hong Kong

HONGKONG & China Gas, the monopoly supplier of piped gas in the colony, yesterday continued an impressive run of results when it revealed interim profits up 20.2 per cent.

The announcement followed last year's 36 per cent increase in full year profits and a 32 per cent gain in 1988.

Towngas, as it is better known, lifted net profits to HK\$335.1m (US\$42.9m) in the

six months to the end of June, compared with HK\$278.8m last time. Turnover gained 20.5 per cent to HK\$1.11bn.

The main shareholder is Henderson Investment, in turn controlled by the family of Mr Lee Shau-kee. Mr Lee said the increases in sales and customers are set to continue. Towngas has been one of the best performing shares on the local stock market this year.

Mr Lee said the company was continuing to supply new customers at the rate of 70,000 a year. Most of the increase is coming from supplying residential users in high density "new towns" which the Government is encouraging in Hong Kong's New Territories.

Towngas is paying an interim dividend of 10 cents a share compared to an adjusted 7.9 cents a share last year.

HK companies join forces on venture capital plan

By Angus Foster

TWO of Hong Kong's best known companies are joining forces with some of Asia's most prominent businessmen to launch a new venture capital company to invest in industrial companies in Hong Kong and Macau.

The new company, SHK Hong Kong Industries, aims to raise as much as HK\$1.5b (US\$192.3m) within the next 18 months.

Sun Hung Kai & Co, a financial services company with one of the largest stockbrokerages in Hong Kong, and New World Development, a property company controlled by Mr Cheng Yu-tung, have each taken a 22 per cent stake in the company.

Other investors include Mr Lee Shau-kee's Henderson group, Chinese conglomerate

Lippo from Indonesia, Shun Tak, a Hong Kong listed company associated with Macau casino tycoon Mr Stanley Ho, First Taiwan Capital group from Taiwan as well as Malaysian and Chinese state-owned interests. American International Assurance and Osterichische Landerbank are also listed as shareholders.

The investors have already contributed HK\$780m. SHK Hong Kong Industries hopes to raise a further HK\$250m through private placement and a public offer in the next year, according to Mr Tony Fung, chairman.

The move is the latest example of a growing trend of direct investment into Asia. Investors hope to cash in on the region's economic growth.

BNP Mortgages Limited Money Market Mortgages

The rate for these mortgages for the quarter beginning 3 September 1990 will be 16.0% (APR 17.3% variable)

TOSHOKU FINANCE NETHERLANDS B.V.
US \$5,000,000
Floating Rate Notes 1993
Interest Period 01 September, 1990 to 30 March, 1991
Interest Rate 8.25% per annum
Interest Payment due 01 March, 1991 per US \$100,000 Note US \$4,286.18
Nippon Credit International Limited
London
Agent Bank

Halifax Building Society
£50,000,000
Floating Rate Loan Notes 1992
For the three month period from 5 September, 1990 to 5 December, 1990 the Notes will bear interest at the rate of 15.05 per cent. per annum.
The Coupon amounts will be £187.61 per £5,000 Note and £375.22 per £10,000 Note, payable on 5 December, 1990.
Morgan Grenfell & Co. Limited
Agent Bank

"WE LIKE TO THINK THE WORLD IS BUILT ON PAPER"

KNP is among the larger European manufacturers of paper and board for the printing industry, as well as various kinds of board and paper for packaging.

Production takes place in KNP's own plants and by means of strategic partnerships. Including the pro rata share in these partnerships KNP's sales amount to Dfl. 4.4 billion.

Net sales in the first six months of 1990 were Dfl. 1.2 billion. This figure does not include the sales of KNP Vouwkarton B.V. (sold), the Speciality Paper Division (transferred to Gelderse Papiergroep N.V.) and Kappa Golfkarton B.V. (transferred to Corrugated Europe B.V.). In the first half of 1989, these operations contributed

Dfl. 210 million to group sales. Including the pro rata share in the net sales of non consolidated partly-owned companies, the net sales in the first six months of 1990 amounted to Dfl. 2.2 billion.

The result after taxes of Dfl. 147.6 million is 12.7% higher than in the second half of 1989. This is the result of gradually stabilising market prices for our products, lower raw material costs and efficiency improvements. The profit contribution of partly-owned companies also rose; as of January 1, this also includes the pro rata shares in Gelderse Papiergroep N.V. (40% interest) and Corrugated Europe B.V. (50% interest), while the interest in VRG-Groep N.V. has increased.

The demand for paper and board grew favourably. Group equity increased on balance by Dfl. 63 million, primarily as a result of the profits over the first half of 1990, after goodwill write-offs of Dfl. 80 million. At the end of June 1990 group equity amounted to 43.4% of the balance sheet total as against 40.0% at the end of 1989. The guarantee funds were 55.6% at the end of June 1990 as against 51.2% at the end of 1989. We expect the markets for paper and board to continue to develop favourably in the second half of the year. Unforeseen circumstances aside, the developments that determined the course of affairs in the first six months will continue along much the same lines.

FOR FURTHER INFORMATION: KNP N.V., RIJSSWEG 89, 1411 GE NAARDEN, THE NETHERLANDS. TEL.: +31 2160-57277.

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INTERNATIONAL COMPANIES AND FINANCE

Weather takes toll of another UK insurer

By David Barchard in London

WINTER STORMS and subsidence caused by two successive dry summers pushed Sun Alliance, the large UK composite insurer, into a pre-tax loss of £119m (£232m) in the six months ending in June.

The loss compared with a pre-tax profit of £191m in the same period of 1989, but was followed by other large UK insurance groups which have also posted losses for the half year in the last few weeks.

Mr Roger Neville, Sun Alliance's group chief executive, said the losses meant that increases in premium rates were inevitable.

"Whilst we can look to a recovery in the second half, 1990 will clearly produce a disappointing result," he said.

The group blamed its losses on storms in the UK in January and February which cost £28m to the UK insurance industry.

Sun Alliance dealt with about 500,000 claims on its household insurance and paid out £163m net on household claims. Storm losses cost it a total of £320m before reinsurance; net losses were £228m. Shareholders' funds on June 30 were £2,568m, down from £2,938m at the end of December.

The group's solvency margin is now 102 per cent, compared with 119 per cent at the end of last year.

Premium income in the UK during the first six months of the year was £472m, 9 per cent up on £432m a year ago.

Premium income at Sun Alliance International rose from £576m in June 1989 to £388m. The underwriting deficit grew to £87m from £6m a year ago after net losses of £49m on the storms in the first two months of the year.

At Sun Alliance Overseas, premium income on general insurance grew to £478m from £447m, but the underwriting deficit went up to £52m from £18m.

There was a loss per share of 14.2p (June 1989: earnings of 16.2p), but an interim dividend of 5.0p per share was declared, up by 11 pence on the group's 1989 interim dividend of 4.6p.

Dresdner Bank raises stake in E German venture to 85%

By Katharine Campbell in Frankfurt

DRESDNER BANK, West Germany's second largest bank, has invested a further DM350m (\$222m) in its East German joint banking venture, taking its stake from 49 per cent to 85 per cent. The bank intends to integrate the operation into the Dresdner group before the end of the year.

Both Deutsche Bank and Dresdner set up joint ventures with the former East German state bank, Deutsche Kreditbank, to speed their entry into the new market after the introduction of the D-Mark across the border on July 1.

Deutsche, which picked up the lion's share of the branch network, raised its stake in Deutsche Bank-Kreditbank to 86 per cent at the end of July.

The moves come amid antitrust regulators' concern at the speed of takeovers of East German businesses by their counterparts in West Germany. The banks need fresh capital as their regulators have capped



Wolfgang Röllner: expects 25 per cent growth in two years

lending activities in the East at 10 times capital and reserves, rather than at the factor of 18 permitted at home.

The credit risks of financing the East German market's revival are considerable, and the process is hampered by a

death of reliable figures about companies' profitability.

The extra DM350m from Dresdner brings capital and reserves at the joint venture to DM500m. The remaining 15 per cent share is held by the Kreditbank and three other East German companies including Carl Zeiss Jena, the optical manufacturers.

At the end of July, Dresdner reported a brisk start to its East German activities, with new customer deposits amounting to DM1bn, and healthy sales levels of fixed income securities. The bank had also extended loans of DM750m, in addition to funds under the government-guaranteed liquidity programme for East German industry.

Mr Wolfgang Röllner, chief executive, has said he expects about 25 per cent growth in the bank's business volume in the next two years, a large proportion from the expanding East German operation.

Pirelli Tyre net profits plunge 61% in first half

By Haig Simonian in Milan

THE sorry state of the world tyre industry received further confirmation yesterday with news of a 61 per cent fall in first-half net profits at Pirelli Tyre Holding (PTH), the tyre operation spun off by Italy's Pirelli group last year.

Sales in the first six months of 1990 dropped by 5.8 per cent to £13.16bn (US\$1,785m) from £13.36bn in the same period last year. Net earnings plummeted to £140m from £105m.

PTH declined to make a profit forecast for the year, in view of higher raw material costs and potentially lower demand for new tyres. However, it said there were some signs of an improving trend in tyre prices.

The group plans to improve its competitive position through a mixture of accelerated job losses, lower capital spending and faster introduction of new products. Direct retail operations will also be improved via selected acquisitions and disposals, while spending on sports activities will be contained.

The severity of the fall in net profits masked a slightly better trend at the operating level, where earnings fell by 29 per cent to £151m from £212m last year.

The particularly sharp drop in net compared with operating earnings stemmed from interest income at PTH's south American operations, which, exceptionally, was negative after accounting for inflation, it said. The factor was not expected to recur in the second half.

Meanwhile, turnover figures had been depressed by currency factors, with the 10 per cent fall in the US dollar reducing the value of sales by PTH's north and south American operations.

Sales in volume terms fell slightly overall. Although turnover in car tyres in Europe rose by 2 per cent, the downturn in the truck business meant unit sales of truck tyres dropped slightly.

Production was also hit by strikes in Greece and Turkey.

Malaysian insurance group buys bank stake

GENERAL Corporation, a Malaysian construction and property group, has agreed to sell a 20 per cent stake in Hock Hua Bank to Malaysia British Assurance (MBA), writes Lim Siong Hoon in Kuala Lumpur.

The M\$15.8m (US\$9.9m) cash deal at M\$5.25 a share in Hock Hua could strengthen MBA, a publicly-quoted life and general insurance group which has formed ties with AGF International of France.

Earlier this year, MBA agreed to sell a 30 per cent stake in its unit, MBA Life Assurance, to AGF for M\$3.4m cash. The sale of Hock Hua, one of Malaysia's smallest banks with shareholders' funds of M\$38.9m and assets of M\$330m, represents a move towards expansion and diversification in the financial sector.

The changes are driven partly by a strong economy and large investment inflows, and partly by official direction. With the combination of insurance and banking, MBA said the deal would fulfil its objectives of expanding the range of its financial services.

NEWS IN BRIEF

Kaufhof ahead at midterm

KAUFHOF Holding, the West German retailer, said its earnings in the first half of 1990 were significantly above those achieved in the same 1989 period, and net profit in the full year would be substantially above 1989's DM107.8m (US\$68.1m), Reuter reports.

Kaufhof gave no details on first-half results in its interim statement, but said it was satisfied with earnings and business developments in the six months. Turnover rose 9 per cent to DM6.15bn in the period.

Canadian Marconi, 51 per cent controlled by General Electric of the UK and IMP Group of Halifax, is taking over Micronav, a builder of microwave aircraft landing systems, from the bankrupt Leigh Instruments, writes Robert Gibbens.

Canadian Marconi and IMP will each own 50 per cent of Micronav, which is negotiating a C\$50m (US\$43m) federal contract to re-equip 40 airports with microwave ground stations to replace older instrument landing systems.

Volkswagen, the West German car maker, said its group deliveries rose to a record of more than 1.8m units during the first seven months of this year, up 1.9 per cent from the same period in 1989, Reuter reports.

VW quoted supervisory board member Martin Posth saying domestic incoming orders for all VW models had exceeded all VW's expectations. "Volkswagen could sell significantly more cars now than production possibilities will allow," he said.

Correction Oerlikon-Bührle

Owing to an editing error, yesterday's story on Oerlikon-Bührle wrongly stated that the Bührle family, which controls 42 per cent of the Swiss industrial and armaments group's share capital and 44 per cent of voting rights, had shown a desire to sell its holding. The sentence should have read: "The family has shown no desire to sell its holding."

Big Blue turns its wizardry to solving users' problems

INTERNATIONAL Business Machines' new mainframe computer family, announced yesterday, has some significant technical developments under the familiar blue covers, but they are evolutionary rather than revolutionary. The machines offer greatly improved performance for less money than existing systems - but the principal importance of the new models lies in the way they have been tuned to solve their users' business problems rather than in their technological superiority to competitive systems.

Alan Cane and Louise Kehoe look at a fresh approach from the world leader in computers

It is a new approach for IBM, which has hitherto emphasised the engineering wizardry in its products, but it has two plus points for the world's largest computer company.

First, it is a counter to the current sluggishness in the worldwide computer market, which has been attributed to computer users' dissatisfaction with their existing systems. Today's computers are too difficult to connect together, they complain, too insecure and too awkward to manage.

The new IBM range - called the Enterprise System 9000 family and based on a new design called System/390 - addresses these problems.

The design allows individual computers and peripherals such as disk drives and printers to be connected together through high-speed optical fibres rather than conventional clumsy ribbon cables.

The devices can be up to 9km apart, compared with a few metres for ribbon cables, and information travels down these data pipelines at 10 megabits a second (a rate equivalent, say, to a dozen books every second).

It overcomes the problem of small or overcrowded computer rooms and opens the possibility of having remote, sealed data centres secure from intrusion or attack.

Another new development, whose importance will be more apparent to data processing

experts than lay people, is that peripherals can be added or subtracted from a network of the new machines without the need to stop the system and bring it back into action again from scratch.

There are security measures in the form of coding and decoding mechanisms built into the new computers. Security is of increasing importance to computer users, especially where information about large sums of money or confidential data is transmitted over telecommunications lines.

The machines can be equipped with a "vector facility," a piece of additional hardware which gives a conventional mainframe the attributes of a supercomputer.

Many customers have applications - in component designs, for example - which could make use of the power of a supercomputer, but too infrequently to justify the cost.

The new IBM machines will both fulfil their requirements and threaten the marketability of existing mini-supercomputers.

Second, the emphasis on busi-

ness applications attacks IBM's chief challengers - the Japanese makers of computers which are plug-compatible with IBM's - where they are weakest. With this announcement, IBM is saying that computing power has become a commodity, not only at the level of the personal computer but all the way to the mainframe.

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With this announcement, IBM is saying that computing power has become a commodity, not only at the level of the personal computer but all the way to the mainframe.

Japanese manufacturers can make computers that are as powerful as IBM's, but they have little experience of western

business applications and are dependent on western software houses and value-added resellers. IBM has been building relationships with a myriad of US and European software houses and computing services companies to patch up its weaknesses in applications software.

The new IBM machines are powerful. The System/390 family covers 18 models, with the top of the range measured at about 100 times the performance of the smallest member. At the least powerful end of the scale, they replace the existing 3870 small or departmental mainframes, but offer about five times the power.

At the top end, the largest System/390 is about twice as powerful as IBM's existing top-of-the-range System/390 6001. According to measurements made at the University of Argonne in the US, it is the most powerful processor of its kind available.

Mr George Conrades, a senior IBM vice president and manager for US marketing and services, said: "We listened to our customers in developing this system."

"They wanted an integrated, enterprise-wide system, not piece parts. The issue is processor performance and memory, but very much more."

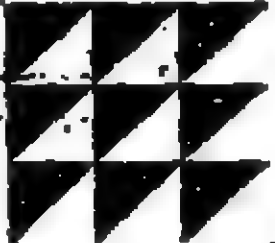
Mr Tony Cleaver, chairman and chief executive of IBM's UK subsidiary, said the new range represented a marriage between IBM's technological skills and the business needs of its customers.

Mr Terry Lautenbach, head of IBM US, said that with the new machines IBM was "breaking down the glass walls of the data centre and redefining the role of the mainframe."

A number of machines are installed with customers in the US and Europe, IBM expects to have installed 100 by the end of the month.


Both the smaller, air-cooled machines and the larger water-cooled machines will be available this month.

The main manufacturing sites to supply Europe are at Montpellier in France and Valencia in Spain. IBM is not quoting prices for the new series, arguing that the different possible configurations of machine make it difficult to set representative prices.



AMEC

Interim results for 1990



KEY COMMENTS FROM THE INTERIM STATEMENT OF THE CHAIRMAN, ALAN COCKSHAW, F RENG:

- * Construction and engineering activities have progressed strongly with profits up 50%
- * Downturn in group profits entirely due to the housing and property sector.
- * Strong order book.
- * Interim ordinary dividend is increased by 7%
- * We are well equipped to meet the challenges which lie ahead.


INTERIM RESULTS	SIX MONTHS ENDED 30.6.90	SIX MONTHS ENDED 30.6.89	TWELVE MONTHS ENDED 31.12.89
	£ MILLION	£ MILLION	£ MILLION
TURNOVER	1,035.5	922.4	1992.6
PROFIT BEFORE TAX	28.6	38.1	91.3
PROFIT AFTER TAX	18.6	24.8	61.2
EARNINGS PER ORDINARY SHARE-UNDILUTED	9.2p	13.7p	35.7p
EARNINGS PER ORDINARY SHARE-DILUTED	8.1p	10.6p	26.1p
DIVIDENDS PER ORDINARY SHARE	3.875p	3.625p	9.5p

Earnings per ordinary share and dividends per ordinary share for 1990 have been calculated on the issued ordinary share capital following the capitalisation issue on 5 July 1990. Comparative figures have been restated.

The interim ordinary dividend of 3.875p per share will be paid on 31 December 1990 to shareholders on the register on 1 November 1990.

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Hill Samuel Bank Limited
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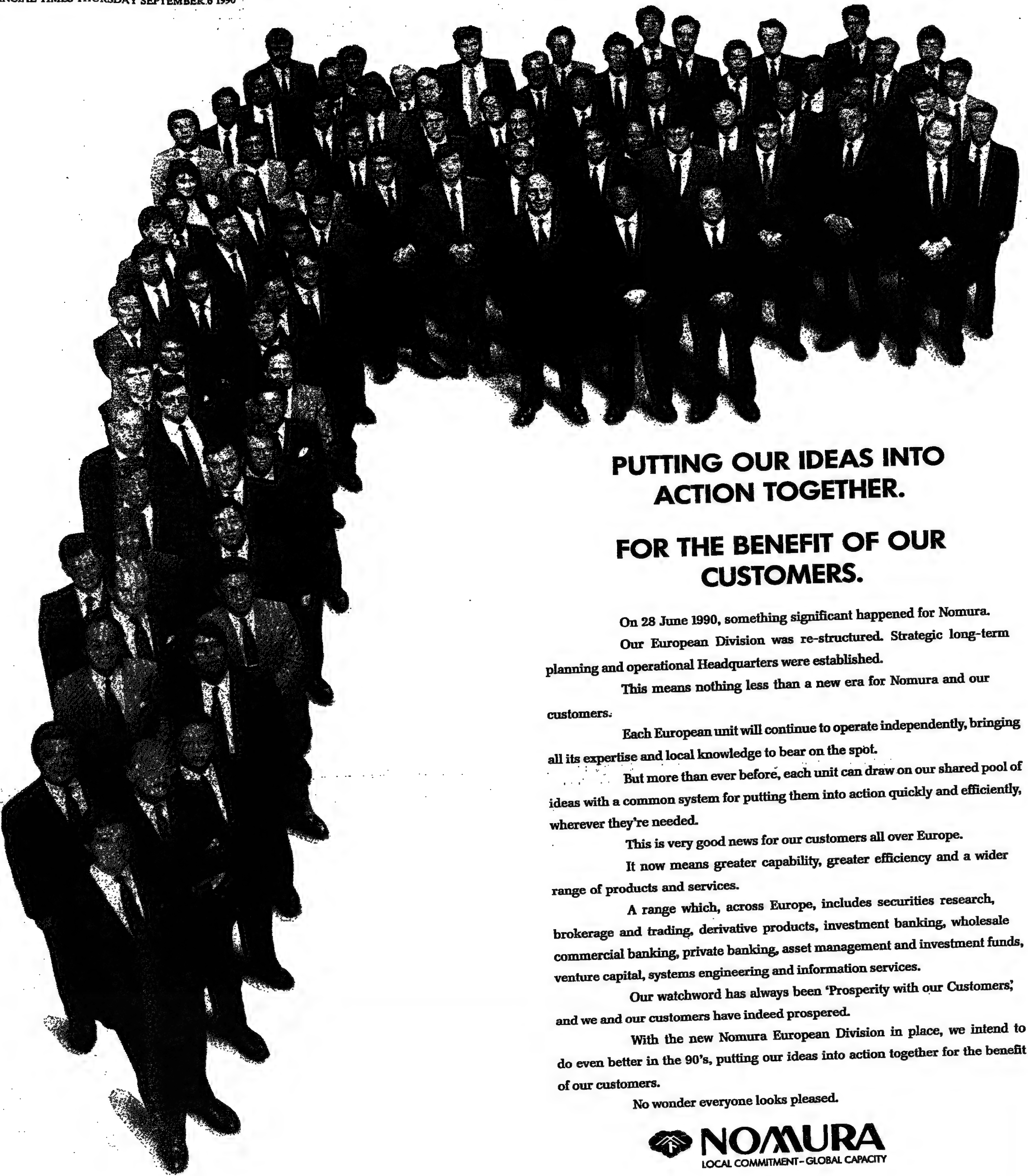
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PUTTING OUR IDEAS INTO ACTION TOGETHER.

FOR THE BENEFIT OF OUR CUSTOMERS.

On 28 June 1990, something significant happened for Nomura. Our European Division was re-structured. Strategic long-term planning and operational Headquarters were established.

This means nothing less than a new era for Nomura and our customers.

Each European unit will continue to operate independently, bringing all its expertise and local knowledge to bear on the spot.

But more than ever before, each unit can draw on our shared pool of ideas with a common system for putting them into action quickly and efficiently, wherever they're needed.

This is very good news for our customers all over Europe.

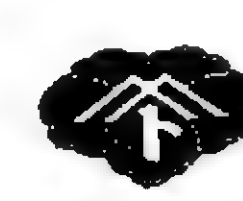
It now means greater capability, greater efficiency and a wider range of products and services.

A range which, across Europe, includes securities research, brokerage and trading, derivative products, investment banking, wholesale commercial banking, private banking, asset management and investment funds, venture capital, systems engineering and information services.

Our watchword has always been 'Prosperity with our Customers,' and we and our customers have indeed prospered.

With the new Nomura European Division in place, we intend to do even better in the 90's, putting our ideas into action together for the benefit of our customers.

No wonder everyone looks pleased.



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LOCAL COMMITMENT - GLOBAL CAPACITY

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UK COMPANY NEWS

US paper operations expanded by \$60m purchase
Pulp price instability cuts
Wiggins Teape to £86m

By John Thornhill and Andrew Freeman

WIGGINS TEAPE Appleton, the UK paper company which was demerged from BAT Industries earlier this year, saw pre-tax profits fall 9 per cent in the first half as it suffered from pulp price instability in Europe and North America.

The company also announced yesterday that it was to expand its US paper operations by the purchase of Boise Cascade's paper mill in Vancouver, Washington State, for \$60m (£31.7m). This acquisition will establish Wiggins Teape on the West Coast and bolster its capacity in the carbonless, thermal and specialty coated paper markets.

In the six months to June 30, pre-tax profits amounted to £85.9m, compared with the £94.5m achieved on a pro-forma basis last time round. Sales grew from £765.5m to £800.6m.

A maiden interim dividend of 3.5p was declared, in line with the prediction made when Wiggins Teape was introduced to the market. Earnings per share came to 10.9p, against a notional 11.5p.

Presenting the first set of results as a separately-listed company, Mr Stephen Walls, chairman and chief executive, said almost all of the decline could be attributed to the forestry and pulp operations.

WPP in video training venture

WPP Group, the advertising and marketing services company, and David Paradine, the television and film production company headed by Mr David Frost, have linked to buy Results Training for a sum approaching £500,000.

Mr Richard Denny, founder of the video and audio training company, will continue as managing director. Mr Frost will say "hello, good evening and welcome" to Lord Hanson, Sir James Goldsmith, Sir John Harvey-Jones and Mr Mark McCormack in four videos in a series called "Take It From The Top: The Business of Business Success."



Stephen Walls: must drive costs out at all levels

£10.1m to £16.4m. Lower pulp prices, destocking at paper mills and adverse currency movements were blamed for the shortfall.

Paper manufacturing profits held up reasonably well at £73.3m (£74.7m), while paper merchandising profits increased to £9.2m (£9.1m).

The geographical split of trading profits was: Europe £50.4m (£51.3m); North America £43.3m (£45m); and other regions £500,000 (£600,000).

Mr Walls said the outlook for the second half was for "more of the same". Downward pressure on pulp prices would continue and the European market for paper products would remain extremely price competitive.

SelectTV deeper in red

LOSSES at SelectTV, the SSM-quoted production company, increased from £156,151 to £442,480 in the year to March 31 1990, but Mr Michael Buckley, the chairman, said they were in line with directors' expectations.

Mr Buckley said that while the television screening of two series, "Birds of a Feather" and "Nightingales", generated satisfactory revenue, this was not enough to support the level of expenditure necessary to create an infrastructure suitable for the future.

As this had now been completed, the level of losses incurred in the year would not be repeated, he stated.

But advantages would accrue from strong demand for carbonless products in the US, improving synergies and cost reduction. "We must continue to drive costs out of our business at all levels," he said.

Mr Colin Hope, chairman, was guardedly optimistic as to future prospects. "The breadth and quality of the company's products, combined with the

COMMENT

The cautious reception granted to Wiggins Teape's first results since the June demerger suggests that the market is having difficulty analysing the group's pulp to specialist paper operations, but has read the basic message correctly. A lack of UK companies for comparison is clearly a hindrance to interpreting figures which show a company riding the volatile industry cycle as best it can and significantly better than some US rivals. A very dull second half outlook means improvements will have to be concentrated on margins and productivity. The acquisition of Boise's paper mill, if approved, is sound - it fits exactly that strategy. At 187p, down 2p, the shares are on a prospective p/e of 8.8, assuming full-year pre-tax profits of £155m, compared with £174m the year before. That is hardly a premium rating, but there seems little prospect of strong recovery in the present climate.

Blue Circle's cement sales in the UK during the half year fell by about 14 per cent, compared with a 10 per cent fall for the industry as a whole. Mr James Loudon, finance director, said the company had recaptured much of the lost ground and was close to regaining the 46 to 47 per cent share of the UK market for cement products it held at the end of last year.

The battle for market share marks the first real price competition the UK cement industry has experienced since three years ago when it ended a 50-year-old manufacturing price fixing agreement.

Cement sales and prices have been rising for most of the time since the agreement was abandoned. This position has now reversed as the construction sector has gone into retreat.

Blue Circle's UK cement profits during the first half fall

by 30 per cent from £53.5m to £37.2m. This was offset partly by a 35 per cent rise in UK home products profits from £16.4m to £22.1m.

Profits from the latter source would have fallen slightly but for a first-time inclusion of earnings from Mysen. The home products division, which is due to sell its lawnmower businesses, continues to suffer from the same high interest rates which have damaged the housebuilding industry.

The property development business produced profits of £5.7m, almost £2m lower than the £7.5m earned during the first half of last year.

The group's fortunes overseas were more mixed. Profits of £4.6m from the US were £200,000 higher in spite of reduced input from the north-east and Atlanta cement businesses. Blue Circle warned that the outlook for its US and UK businesses remained depressed.

Profits from Asia, the world's second fastest growing region for construction orders after continental Europe, rose from £3.5m to £8.8m. Further growth is expected in the second half.

African profits during the first half increased from £8.5m to £9.3m.

Blue Circle said gearing at the end of June was 34.1 per cent. Operating cash flow remained strong. The interim dividend is raised from 3.5p to 3.75p.

T&N offsets poor automotive result for 15% rise

By David Owen

A REDUCTION in asbestos-related disease costs has enabled T&N, the engineering and automotive component group, to report a 15 per cent increase in pre-tax profits, from £40.2m to £46.1m, for the first half of 1990.

That was achieved despite a marginal decline at the operating level, where profits were depressed by a near 20 per cent reduction in the contribution from the automotive components division mainly because of restructuring costs.

Mr Colin Hope, chairman, was guardedly optimistic as to future prospects. "The breadth and quality of the company's products, combined with the

benefits from cost reduction and efficiency improvements, are a sound basis for further progress", he said.

Group turnover rose 3 per cent to £623.1m (£603.2m), while the operating profit reached £62.5m (£62.5m).

The cost of processing claims concerning asbestos-related damages charges against the group amounted to £5.9m, compared with £14.7m last time which included a £9m additional provision. These ongoing costs were expected to continue to approximate to just under 1 per cent of annual turnover for the foreseeable future.

Financing charges rose to £11.8m (£9.1m), despite a sharp decline to 17 per cent in the group's debt-equity ratio. This will rebound to in excess of 40 per cent when dividend of 3.8p (£3.5p) is declared. Loan stock issued in the second instalment of the group's £127m rights issue earlier this year is to be converted to ordinary shares on September 21 and will thus qualify.

The shares dipped 2p to 185p

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Earnings per share improved 7 per cent to 11.41p (£10.68p) an interim dividend of 3.8p (£3.5p) is declared. Loan stock issued in the second instalment of the group's £127m rights issue earlier this year is to be converted to ordinary shares on September 21 and will thus qualify.

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Andrew Taylor reports on profit falls at three leading construction companies

Blue Circle dips 7% to £93m

FALLING UK cement sales and prices caused pre-tax profits of Blue Circle, the country's biggest cement manufacturer, to decline by 7 per cent from £100.3m to £93m in the first half.

The group said it had been forced to reduce prices to regain market share lost at the beginning of the year after rival manufacturers cut their prices.

Blue Circle's cement sales in the UK during the half year fell by about 14 per cent, compared with a 10 per cent fall for the industry as a whole.

Property loss cuts AMEC 25%

A COLLAPSE in UK residential and commercial property profits sent pre-tax profits of AMEC, the construction engineering and property group, tumbling by 25 per cent in the six months to the end of June.

Mr Alan Cockshaw, chairman, said the fall would have been steeper but for strong performance from the civil engineering and electrical services division.

Turnover rose to £1.3bn (£922m) but the profit fell from £38.1m to £28.6m. Fully diluted earnings per share declined to 8.1p (£10.6p). The interim dividend is raised to 3.875p (£3.25p).

Housing and commercial property incurred a loss of £8.5m, compared with profits of £13.5m in 1989 and £10.8m in 1988.

The resilience of some of AMEC's other civil engineering, process plant and mechanical and electrical interests helped underpin the group's share price, which yesterday

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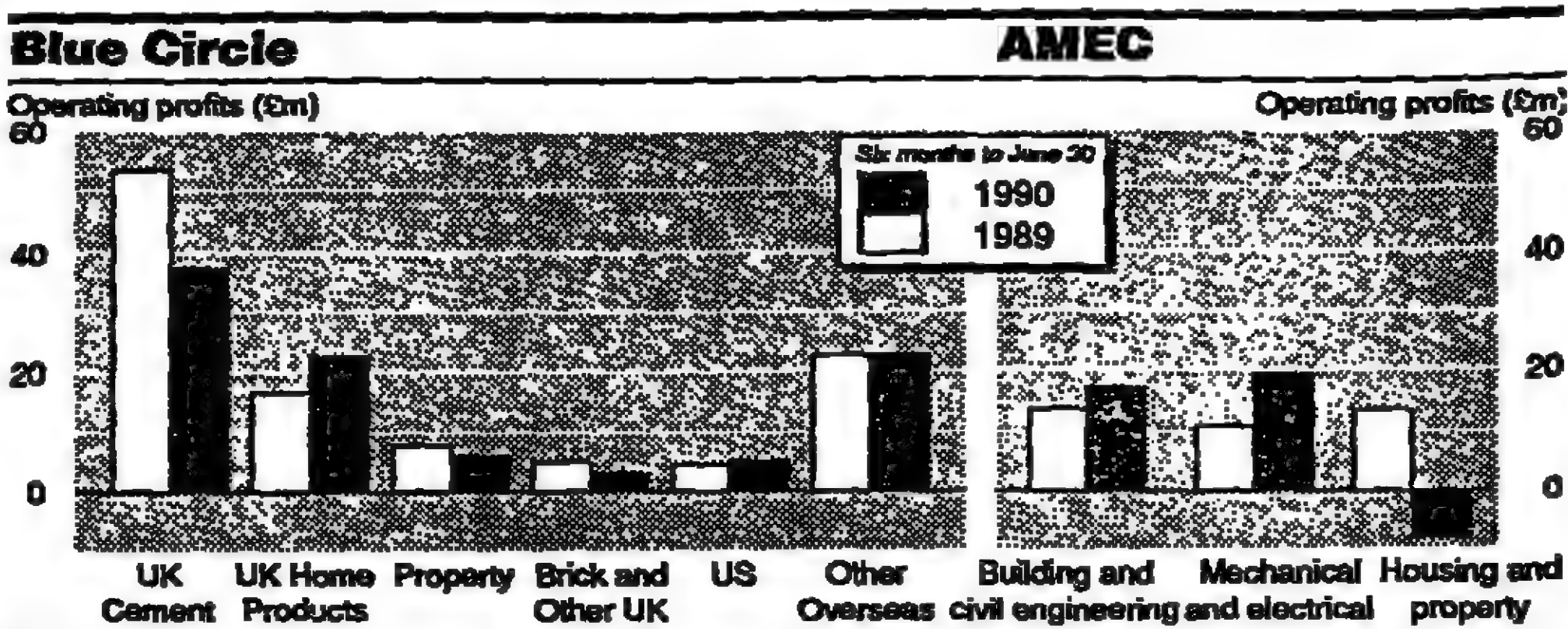
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UK housing market collapse hits Wimpey

PRE-TAX profits of Wimpey, Britain's largest housebuilder, fell by 72 per cent from £45.2m to £12.6m during the first six months of this year.

Sir Clifford Chetwood, chairman and chief executive, said the recession, which was now spreading to other areas of construction, was "the worst I have seen in a lifetime in the industry."

Earnings per share tumbled from 10.01p to 2.57p as Wimpey's interest bill rose from £15m to £20.5m. Group borrowings increased by £47m to £229m. Gearing at the end of June was about 60 per cent.

A substantial proportion of the £5.9m increased interest charge was due to expenditure

on construction at Little Britain, one of London's largest commercial property developments.

Wimpey is negotiating to sell a 50 per cent stake in the development which would reduce some of the strain on its finances. Negotiations with a potential investment partner were progressing satisfactorily, said Sir Clifford.

The large fall in group profits was due almost entirely to the collapse of the UK housing market. Combined profits of Wimpey's other construction, minerals and property businesses were about the same level as during the first half of 1989.

Wimpey has always refused to reveal individual performance of its various divisions, of which UK housing is easily the largest.

Sales of houses of 2,718 were 19 per cent lower than the 3,377 achieved during the first half of last year. Sir Clifford said margins on house sales had been reduced substantially. These were unlikely to improve until interest rates came down.

There had been a slight increase in sales of homes overseas from 1,061 to 1,108, but results in Texas, Florida and Georgia had been adversely affected by savings and loan crisis in the US. Overseas house completions in the second half of this year were likely to fall.

Contracting had benefited from a strong order book at the beginning of the year but there were signs that the UK market was weakening. The Middle East crisis threatened a number of overseas markets. At the end of June work in hand stood at £1bn, compared with £1.3bn a year earlier.

"It will inevitably become harder to replace work as it is completed," said Sir Clifford. The minerals divisions on both sides of the Atlantic had been affected by the weakness in construction in the UK and US and the group would be slowing its investment programmes.

However, despite the big fall in earnings, the group will maintain interim dividend at 4p.

rose 3p to 200p.

Mr Cockshaw said profits from construction and engineering had risen by almost 50 per cent to £27.1m (£24.8m).

Building and civil engineering profits were up 26 per cent, from £19.5m to £24.6m, while those from mechanical and electrical engineering jumped more than 75 per cent, from £10.5m to £18.5m.

The group's gearing of 15 per cent was substantially better than many other companies in the sector. AMEC was particularly strong in offshore engineering where investment has risen strongly recently.

It was also well positioned in UK civil engineering where orders, particularly for roads and water projects, were expected to be better than for general building, which was already beginning to be affected by the fall in demand for commercial property.

Building and civil engineering orders had risen by £1bn during the first six months of

this year and at the end of June stood roughly at the same level as 12 months previously.

The chairman warned, however, that margins were likely to come under pressure as work fell away in the private sector.

"I warned earlier this year that 1990 would be tough but that 1991 would be tougher."

House sales this year were expected to be about 1,470, against 1,750 last time. No major commercial property sales had been made in the first half. Earnings, Mr Cockshaw said, had been hit particularly hard because of group policy of writing off interest as it occurs on commercial and residential developments.

AMEC had made no provisions against its housing and property interests during the first half. At the end of last year it made provisions on housing losses of between £10m to £15m. It would be reconsidering its position again at the end of the year.

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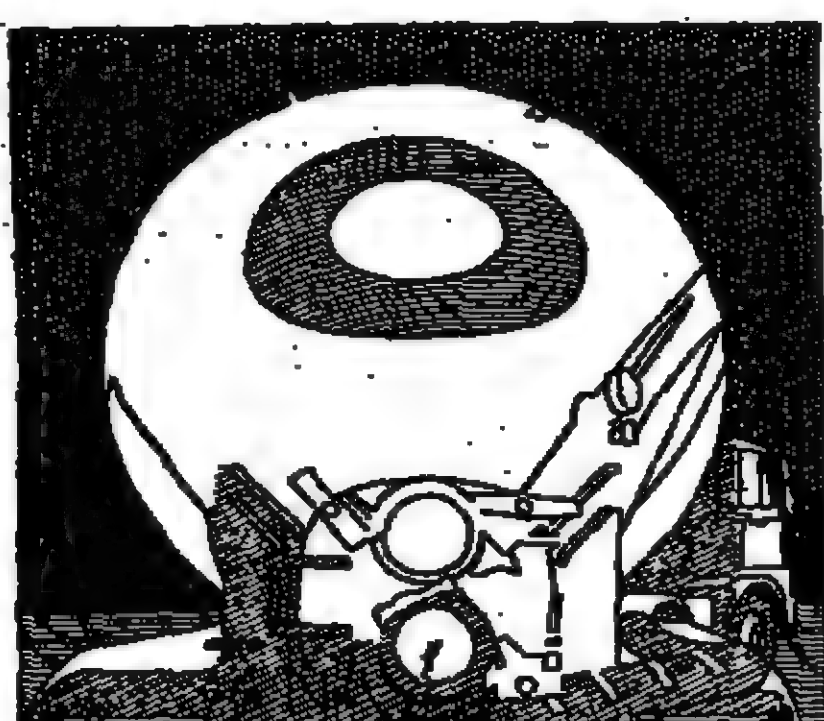
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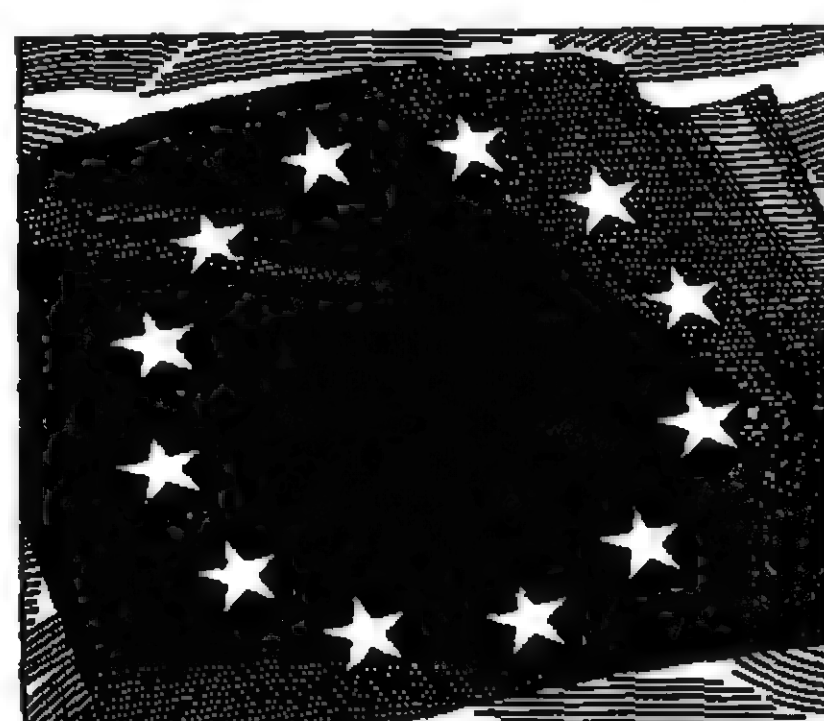
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Maintaining our lead in the UK cement market by competitive pricing and firm cost controls



European expansion commences with moves into Italy and Denmark



Demand for cement remains strong in overseas territories



Resilient brand leaders performing well in depressed markets

TO APPRECIATE
BLUE CIRCLE'S STRENGTHS,
TAKE A LOOK AROUND.

Blue Circle Industries PLC announces its financial results for the half-year ended 30th June 1990.

Market conditions during the period were difficult, especially in the UK and US. Compared to the same period last year, profit before tax and earnings per share both showed decreases to £93.0m and 11.3 pence respectively.

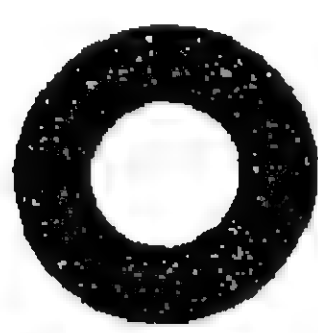
FINANCIAL SUMMARY (unaudited)

	Six Months ended 30 June 1990	Six Months ended 30 June 1989
Profit before tax	£93.0m	£100.3m
Earnings per share - basic	11.3p	12.5p
- diluted	10.6p	11.5p
Dividends per share	3.75p	3.5p

However, there were some significant achievements in our main businesses including:

- the maintenance of high domestic capacity utilisation and cost containment in our UK cement business;
- the integration of Mysen into the UK home products division, where we now hold strong market positions in our two principal businesses of heating and bathroom products;
- our first major acquisitions in Continental Europe: Ceramica Dolomite, a leading Italian sanitaryware manufacturer, and 50% of the Danish cement manufacturer Aalborg Portland;
- despite weaker markets in the United States, improved results in our concrete operations and an encouraging contribution from Blue Circle Aggregates;
- our other overseas companies achieved good levels of profit;
- continued activity in our substantial UK property developments.

Gearing is comfortable at 34 per cent, operating cashflow is strong and the Group's clear strategic direction will prove to be a valuable asset for the future.



Blue Circle Industries PLC

Building a well rounded business

84 Eccleston Square, London SW1V 1PX. Tel: 071-828 3456

THE DIRECTORS OF BLUE CIRCLE INDUSTRIES PLC ACCEPT RESPONSIBILITY FOR THE CONTENTS OF THIS ADVERTISEMENT WHICH HAS BEEN APPROVED BY ERIC S. YOUNG, A FIRM AUTHORIZED BY THE INSTITUTE OF CHARTERED ACCOUNTANTS IN ENGLAND AND WALES TO CARRY ON INVESTMENT BUSINESS.

Leading Leisure to study list for suitable suitor

By Andrew Jack

LEADING LEISURE, the troubled hotel, sports centre and bingo hall operator quoted on the Third Market, may receive a takeover bid, the company said yesterday.

The board is "approaching a second list of potential bidders" and Mr Barry Malizia, chairman, said he was taking a view to their taking some form of participation in the group, which might include the possibility of a full offer, "according to a statement made after the close of trading."

The announcement came after a further deterioration in the company's share price. The

Leading Leisure to study list for suitable suitor

By Andrew Jack

price plunged from a high of 77p a year ago to a low of 12p on August 29. The shares closed up 5p yesterday at 18p before the announcement.

Directors were unavailable for comment last night. Mr Barry Malizia, the chairman and chief executive, announced at the annual general meeting last July that Leading Leisure was "actively exploring" a link-up with another company to develop its portfolio of leisure assets. The payment of a proposed 14p final dividend was announced at the same meeting.

Mr Malizia told the meeting that "confidence needs urgently to be restored to our bankers and creditors."

The company had suffered from debts of £68m and a gearing of 140 per cent.

IN BRIEF

CAPARO INDUSTRIES' subsidiary, Caparo Steel Stockholders, has purchased Steelstock (Burton-on-Trent), an established general steel stockholder with turnover of £3.2m in 1989-90. Mr Peter Minns, the present owner, will be staying with the business.

PACIFIC ASSETS Trust: Net asset value per share was 282.7p (£24.3p) undiluted as at July 31 1990, or 236.2p (£20.5p) diluted. After-tax revenue for six months to June 30 was £154,000 (£7,000), earnings per share 0.8p (£0.06p).

PARAMB (Investment holding company): Pre-tax profits for six months to June 30 were £80,387 (£15,328). Gross investment income £75,891 (£85,659), dealing income £55,841 (£15,881). After tax £18,116 (£5,085) earnings per 10p share 0.86p (£0.21p). Interim dividend 0.55p (£0.05p). Net asset value per share 79p (£2.2p).

ABBEY NATIONAL TREASURY SERVICES

USD 22,000,000
GUARANTEED
FLOATING RATE
NOTES DUE 1991

PROVIDENT

FINANCIAL GROUP PLC

INTERIM RESULTS

Encouraging first half results

Main points from the Directors' report:

- Interim dividend increased to 8p per share
- Continued focus on personal finance and insurance sectors
- Acquisition of another motor hire purchase company, Burns-Anderson Finance Limited
- Disposal of Goldsmith Computing

Results at a glance

	Unaudited HALF-YEAR TO 30th JUNE 1990 £'000	Unaudited HALF-YEAR TO 30th JUNE 1989 £'000	Audited FULL YEAR 1989 £'000
Turnover	145,248	128,175	286,192
Profit before tax	10,469	9,268	31,705
Dividend per share	8.00p	7.00p	20.50p
Earnings per share	13.45p	11.94p	42.76p

The Interim Report 1990 will be posted to shareholders on 4th October 1990. Copies may be obtained from the Secretary.

PROVIDENT FINANCIAL GROUP PLC, REGISTERED OFFICE, COLWYNDALE, SUNBRIDGE ROAD, BRADFORD BD1 2LQ

Increased profits in adverse conditions.

Interim Results (unaudited)	6 mths to 30.6.90	6 mths to 30.6.89	% Change
Turnover	£156.6m	£128.2m	+22.2%
Profit before tax	£ 8.1m	£ 7.6m	+ 7.2%
Profit after tax	£ 5.9m	£ 5.1m	+14.1%
Earnings per share	3.10p	3.32p	- 6.6%

- Improvement in Profit before tax despite increasingly difficult market conditions.
- Cash generation provides gearing now under 12%.
- Earnings per share calculated on a 22% increase in average share capital, through share issue in June 1989.
- Interim Dividend maintained at 1.08p.

Despite the present turbulence in business and international affairs, our order intake continues at a satisfactory level. The Group's balanced portfolio of businesses provides considerable strength to withstand these prevailing adverse business conditions.

Professor Roland Smith, Chairman

Senior Engineering Group plc,
Senior House, 59/61 High Street,
Rickmansworth,
Hertfordshire, WD3 1RH.

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Products

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ENGINEERING GROUP PLC

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Treatment
Mining
Equipment
Thermal
Engineering

Kommunlänneinstitutet Aktiebolag

UA 15,000,000 7½% Bonds 1978-1993

On August 23, 1990, Bonds for the amount of UA 1,275,000 have been drawn in the presence of a Notary Public for redemption on October 12, 1990.

The Bonds will be redeemable coupon due October 12, 1991 and following attached.

The drawn Bonds are those, not yet previously redeemed, included in the range:

3110 to 4787 incl.

Amount outstanding: UA 3,825,000

Bonds previously drawn and not yet presented for redemption:

13 to 17 incl.	345 and 347	8133 and 8134
55 and 58	355	8451 to 8454 incl.
74 and 75	390 to 392 incl.	8554 and 8555
80 to 85 incl.	442	8206
128 to 136 incl.	475 to 479 incl.	13675 to 13717 incl.
228 to 239 incl.	2101	13833 to 13835 incl.
244 and 245	2352	13875 to 13879 incl.
249	2101	13894
252 to 256 incl.	2529 and 2530	13911 and 13912
259 to 264 incl.	6128 and 6130	14233 to 14237 incl.
269 to 284 incl.	6582 and 6593	
310	7444 to 7449 incl.	
320 to 339 incl.	7656	

Luxembourg, September 6, 1990

The Fiscal Agent



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S.A. LUXEMBOURGEOISE

EUROPEAN DUTY FREE INDUSTRY

The Financial Times proposes to publish this survey on:

20th September 1990

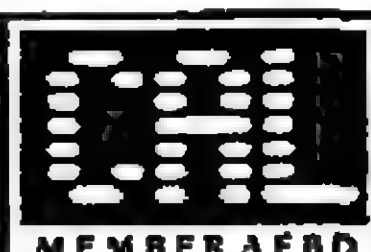
For a full editorial synopsis and advertisement details, please contact:

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UK COMPANY NEWS

Poultry and egg profit surge more than offsets beef downturn Hillsdown expands 22% to £82.6m

By Clay Harris, Consumer Industries Editor

HILLSDOWN HOLDINGS, the food, furniture and property group, shrugged off the woes of the UK housing market and concerns over mad cow disease to increase pre-tax profits by 22 per cent from £67.6m to £82.6m in the six months to June 30.

Earnings growth, however, slowed to only 3 per cent because of the shares issued to buy Premier Brands, the tea, jam and instant potato group for £185m in May 1989.

On turnover ahead by 13 per cent to £188m (£165m), the operating margin improved from 5.3 per cent to 5.6 per cent.

Mr Harry Solomon, chairman, said the results underlined the wisdom of having a diversified portfolio of businesses.

Profits from poultry and eggs jumped to £25.8m, eight times the figure achieved during last year's salmonella alarm.

"This came in time to offset the latest health scare, over bovine spongiform encephalo-

	sales	change %	operating profit	change %
Food processing and distribution	777.5	+24	44.3	+47
Fresh meat and bacon	401.5	+16	11.1	+3
Poultry and eggs	364.8	+13	25.8	+706
Furniture	198.2	+26	8.5	-3
Housebuilding/property	68.7	-32	14.1	-47
Specialist operations	68.1	-32	3.8	-58
Head office costs	-	-	-2.1	+11
Total	1879.1	+13	105.5	+22

pathy, which reduced beef profits by £2m in the first half. Mr Mike Buswell, the director responsible for red meat operations, said the kill in Hillsdown's abattoirs had been reduced by up to 40 per cent during the "pretty horrific" months of May and June.

"While demand has not recovered completely, it's much better than I expected," running at 5 to 10 per cent below the same period last year, he said.

The demand for pork and lamb had risen to offset lower beef sales. Hillsdown is Britain's

largest producer of all three meats, as it is of poultry and eggs.

Hillsdown sees an opportunity for market rationalisation in the financial problems of Mr Larry Goodman, Ireland's beef baron, who controls 7 to 8 per cent of UK abattoir capacity.

"It is difficult to see the Irish government being prepared to support those plants," Mr Buswell said.

Premier Brands contributed £10m in profits during the half. The collapse of Lowndes Queensway will cost Christie-Tyler, the domestic furniture

subsidiary, £5m in the second half, said Mr Kevin O'Sullivan, finance director. Lowndes accounted for 7 per cent of Christie-Tyler's sales.

Hillsdown said it had reduced its UK property portfolio by 40 per cent to less than £100m over the past year. Fairview, the housebuilding subsidiary, sold more units than in the same period last year and built up its land bank.

Earnings per share rose to 11.92p (11.62p) or 11.39p (10.98p) fully diluted. The interim dividend goes up to 3p (1.8p). Net interest payments rose to £22.9m (£18.8m), and the estimated tax charge crept up to 2.4 per cent.

Capital expenditure rose by 50 per cent to £63m in the first half, with a forecast full-year total of £120m. Among the projects due to be completed are a bakery mix and flour milling extension in Canada and sandwich, chilled salads and potato packing and grading plants in the UK.

See Lex

Speciality side pushes Croda to £17.2m

WITH speciality chemicals showing good growth, Croda International lifted its pre-tax profit from £16.5m to £17.2m in the first half of 1990.

Mr Michael Valentine, chairman, said he was cautiously optimistic for many of the businesses for the second half. But the interim dividend is being held at 4.1p from unchanged earnings of 8.9p, and an increase in the total will be considered when the year's results are available.

Turnover in the first half rose from £185.4m to £191.2m. Although the trading environment in the UK was significantly more difficult, Mr Valentine said, the UK chemicals businesses performed well, particularly in export markets.

Speciality chemicals accounted for the major part of profits. Its sales rose 8 per cent to £83.5m and profits 17 per cent to £11.8m. Those businesses with substantial export sales produced "outstandingly good" results.

The three smaller businesses had mixed fortunes, while Surface Coatings suffered a modest setback after many years of rising profits.

Capital expenditure reached £12m, but would fall in the second half as the expansion and modernisation at Rawcliffe Bridge were almost complete.

GCI purchase

GCI Group has bought McAvoy Wreford Bayley, the financial and corporate public relations consultancy, from VPI Group, the marketing company which recently announced plans to go private, for about £1.5m.

Under the proposals, VPI will be bought by the Transwood Earl Consortium Fund, a fund managed by a subsidiary of Mr Peter Earl's Transwood, in a deal which values it at £7.1m.

Lower interest charges aid Senior Eng

By Andrew Jack

FALLING interest payments helped Senior Engineering increase pre-tax profits to £8.15m for the six months to June 30, compared with £7.8m for the same period last year.

The international specialist engineering group announced a 7 per cent increase in profits on a turnover up 22 per cent to £156.6m (£128.2m).

But operating profits fell to £8.68m (£9.18m) and pre-tax profits were sustained by interest charges cut from £1.58m to £0.9m.

Mr Don McFarlane, deputy chairman and group managing director, said operating profits were reduced by redundancy costs of some £750,000 above the line, spent while restructuring its acquisitions.

Margins had been reduced by a more competitive market, explained Mr McFarlane, but

he stressed that volume and turnover had been maintained. He called the results "good in view of the market" which he said was becoming more difficult because of high inflation, high interest rates and rising exchange rates.

Last year's debt was increased to fund the purchase of several acquisitions, but the company had reduced gearing to 12 per cent in the interim following a two-for-seven rights issue in June 1989.

Senior's interim results breakdown for its five divisions, but a statement issued by the company said that Construction Services, whose businesses produce ventilation and air conditioning equipment, "did well."

Engineering Products, which makes tubes and flexible hoses,

maintained market share despite moving one division to a new site in South Wales. Heat Treatment "continued to produce good returns."

Mining Equipment had experienced lower profits, but the company said it expected improvements having cut the workforce and changed executive management.

The Thermal Engineering division was doing well in North America, but its industrial power products companies "are not achieving satisfactory results."

Earnings per share dropped to 3.1p (3.32p) and the dividend is unaltered at 1.08p.

The shares closed the day up 3½p at 42½p.

COMMENT
Solid yet stolid. That is how some view Senior, which has

quietly been building significant market share in a number of engineering service areas and has produced a good set of results in comparison with the sector as a whole.

Gearing is under control. While the order books seem healthy, some long term contracts like work at Sizewell nuclear power station may be delaying more painful contraction of orders over the next few months.

Results were in line with expectations, but Senior may suffer from a negative perception of the current poor prospects for its sector: unfortunately tube and ductwork is not the most inspiring area for investors at any time.

On forecast pre-tax profits for the year of around £15m, earnings per share are 6.6p giving a p/e ratio of 6.4.

NEWS DIGEST

Peter Black advances to £10.3m

PETER BLACK Holdings, the personal care, footwear, home furnishings and accessories group, raised its pre-tax profit by 7 per cent from turnover ahead 3 per cent in the year ended June 2 1990.

Turnover was £142.8m (£138.4m) and profit £10.3m (£9.6m). Earnings per share came to 13.35p (13.05p) and the final dividend is 2.07p for a total payment up from 2.4p to 2.94p.

Mr Gordon Black, joint chairman, said in the current year that turnover was up, and with strict overhead control and improved factory efficiencies, he looked for continued progress.

Even after funding a £5.3m capital expenditure programme, core borrowings were reduced, but the benefit was lost through higher interest rates. The interest charge was over £1m more and included £700,000 payable on the loan notes issued against the acquisition of English Grains.

Mr Black said personal care was the fastest growing area of the group and accounted for over 25 per cent of turnover.

Footwear still contributed some 40 per cent although that had fallen from 60 per cent two years ago. Rationalisation continued with the disposal of Morlands.

In home furnishings, high interest rates affected sales; despite substantial investment in new product development

and modern factories, progress had therefore been restricted.

Stat-Plus sounds note of caution

Stat-Plus Group, the office and legal stationery retailer, raised pre-tax profits by 32 per cent from £2.9m to £3.8m, in the first half of 1990.

However, the directors cautioned that the general economic slowdown had affected commercial work undertaken by lawyers and this could have an impact on results for the full year.

First-half turnover slipped 4 per cent to £6.01m (£6.34m). Earnings per share came to 8.7p (8.4p) and the interim dividend was 2.75p (1.75p).

Heritage over £1m in the red

Heritage, the USM-quoted housewares and textiles distributor, ran deeper into the red in the second six months ended April 30 to end the year with a pre-tax loss of £1.18m. This compared with a £668,000 deficit at halfway and a profit of £84,000 for the previous full year.

The final dividend was omitted leaving the 1.29p interim to compare with a 3.87p total previously. Loss per 10p share was 16.74p (£1.25p earnings).

Mr Jeffrey Lampert, the chairman, said the group had stopped expanding by acquisition and over the next period would seek to return to profitability by a combination of organic growth, reduced overheads and a reduction in borrowings.

Turnover was £1m higher at £11.55m.

Donelon Tyson up to £1.13m

Donelon Tyson, broadly-based construction group, yesterday reported a 9 per cent rise in first half profits from £1.04m to £1.13m.

Sales rose 91 per cent from £24.18m to £46.15m and operating profit was £2.27m (£1.25m), but interest payable of £1.14m (£208,000) reduced in the advance at the pre-tax level.

Mr Sean Donelon, chairman, said that demand had slowed and the overall order book was not as buoyant as hoped for. However, the board was confident of a satisfactory outcome for the year. The dividend for the year would be at least at a similar level to the previous 0.75p, coupled with the scrip alternative.

Albert Fisher in Spanish venture

Albert Fisher Group has entered into an agreement with Larios, a private Spanish drink products group, to form a joint company in Spain, to be called Albert Fisher Larios.

The venture's purpose is to acquire and develop companies involved in the processing, sale and distribution of a range of food products in Spain and Portugal.

The company will be formed with an initial capital of Pts 1bn (£5.4m) with shares held equally by Albert Fisher and Larios.

American Tst net asset value slips

Edinburgh-based American Trust's net asset value eased from 180.8p to 179.7p at July 31, with profits after tax for the half-year falling from £2.04m to £1.5m.

Although investment income rose to £2.96m (£2.77m), there was a drop in interest receivable at £462,000 (£683,000) while administration costs went up to £450,000 (£370,000).

Earnings worked out at 2.36p (2.45p) per share. The interim dividend was 1.45p (1.4p).

US contribution aids Nestor-BNA

A first-time contribution from US activities of £825,000 offset a decline in nursing agencies performance, resulting in a 61 per cent increase in first half profit at Nestor-BNA.

The healthcare services and specialist personnel group scored £3.54m at the pre-tax level, up from £2.2m and the directors expect another advance in the second half.

First-half sales rose 35 per cent from £34.48m to £46.6m. The interim dividend is raised to 1.15p (1p) on earnings per share of 4.4p (3.32p).

Operating profit included a reduced contribution of £1m (£1.2m) from nursing agencies and some £565,000 (£431,000) from hospitals and nursing homes. Doctors deputising services put in £273,000 (£247,000) and specialist personnel £515,000 (£417,000).

Shorco shows slight fall to £412,000

Shorco Group Holdings, a Leeds-based construction equipment supplier, reported a 5 per cent fall in taxable profits from £440,000 to £412,000 in the first half of 1990. The company said that its specialised products insulated it from the experience of general suppliers.

Turnover of this USM-quoted company was £3.7m (£2.94m), a rise of 21 per cent. After tax of £146,000 (£154,000) earnings per share came out at 9.1p (8.7p) or 9p (8.2p) fully diluted. The interim dividend is raised to 2.4p (2p).

Associate leaves Dunton in the red

Dunton Group fell into the red in the second half of the year to end-May after taking into account losses of an associate housebuilder.

The USM-quoted Buckinghamshire-based property developer, contractor and brick maker reported a pre-tax loss for the year of £184,000, against profits of £1.1m. The operating profit was £1,231 (£1,02m).

Directors are proposing to pass the final dividend leaving the total for the year at 0.49p (1p).

Turnover was lower at £3.23m (£3.94m). The tax charge was £41,000 (£385,000) for a loss per share of 0.7p compared with earnings of 3.56p.

Interest payments cut Quicks to £1.6m

Sharply increased interest payments at Quicks Group, the north-west and Midlands motor distributor, resulted in a 17 per cent decline in first-half profits.

Turnover in the six months to June 30 rose 16 per cent from £107.94m to £125.64m, but interest took £1.5m (£827,000) and the employee share scheme £85,000 (£103,000), leaving taxable profits at £1.6m (£1.95m). The interim dividend is maintained at 2p.

WSP up 44% and raises dividend

WSP Holdings raised taxable profits by 44 per cent from £442,000 to £636,000 in the six months to June 30. The acquisitive engineering consultancy more than doubled sales from £2.4m to £5.31m.

The directors said that improved profit margins due to the successful integration of Parsons Brown and Donald Rudd would benefit the second half, and more significantly 1991.

The company was in talks with various clients regarding development of business in Europe and elsewhere.

A loss of £31,000 on minorities in the first half and increased tax of £212,000 (£161,000) left earnings per share up 19 per cent at 4.5p (4.1p). The dividend has been raised by 0.2p to 1.1p.

Herring Son little changed at £1.79m

Herring Son & Daw, the commercial estate agent and property adviser, reported pre-tax profits little changed at £1.79m, against £1.78m, for the six months to July 31 in what the company described as tough trading conditions.

Turnover rose from £6.26m to £6.66m, interest received was £140,000 (£116,000) and tax took £660,000 (£653,000). Earnings per share were 9.71p (10.25p).

Mr Nicholas Owen, chairman, said that strong performance by James Barr & Son in Glasgow and prudent cost controls which prevented unwelcome expansion in London, helped the results.

Because of the continued strong professional work and

expected "solid earnings" from 1990 rating revaluations, there was realistic confidence for the year, and an interim dividend of 3p (2.5p) was declared.

North Sea upturn lifts Fairhaven

A substantial upturn in activity in the North Sea helped Fairhaven International, a USM-quoted specialist in the oil, gas and petrochemical construction industries, increase interim taxable profits from £1.31m to £5.61m (£3.98m).

The gain for the six months to June 30 was achieved on turnover of £137m (£98m) and included an exceptional item of £1.6m from the disposal of interests in the twin-tanker companies Atlan and Azilan.

After tax of £1.74m (£860,000) retained profit was £3.87m (£949,000). Earnings per share worked out at 1.7 cents (0.4 cents). Again no dividend will be paid.

The group intends to apply for a full listing on the London Stock Exchange next year.

Osprey bucks trend with 41% advance

In contrast to recent trends in the advertising and marketing services sector, Osprey Communications reported a pre-tax profit advance of 41 per cent in the year ended May 31.

The advance to £1.56m (£1.11m) was generated on turnover 59 per cent ahead to £30.

UK COMPANY NEWS

Housing decline cuts Williams Holdings gains

By Andrew Hill

DEPRESSION in the UK housing market has cut first-half profits at Williams Holdings from £71.4m to £60.6m before tax, and could end the conglomerate's eight-year run of improving annual figures.

Williams claimed a 4 per cent drop in interim trading profits from continuing businesses was creditable given the difficult economic conditions in Britain, and is increasing the interim dividend from 4.5p to 4.75p.

Mr Nigel Rudd, the chairman, said a strong balance sheet and good margins meant the group was well placed to take advantage of any economic recovery.

But some City analysts have reduced their full year forecasts to as little as £120m before tax, which would be 22 per cent down on the £153m of 1989. The shares fell 13p to 217p yesterday.

High interest rates in the UK and the slump in property prices deterred housebuyers and hit Williams' up-market home improvements division, which sells conservatories and exclusive fitted furniture through its Banbury Compton, Andega and Smallbone subsidiaries. In 1989 the homes and gardens division made £5m in operating profits; in the first half of 1990 it only just broke even.

Mr Rudd said he did not expect any improvement in the trading environment until the middle of next year. "These are large-ticket items that will only come back when the housing market comes back and interest rates come down."

The do-it-yourself business - which includes Polycell products - also experienced a difficult half, although mainland European and US operations partially offset the poor trading in the UK. The



Nigel Rudd: strong balance sheet and good margins

consumer and building products division reported trading profits of £26.8m, against £31.4m.

Those figures excluded a profit of £3.7m (£18.4m) from businesses sold during the year, principally the Crown Berger UK paints business bought by Nobel Industries in May. The £205m deal realised a profit of £79.1m below the line, and cut borrowings.

The industrial and military products division, which makes up just under half of group business, had a better six months and trading profits improved from £31m to £34m.

Mr Rudd said those engineering subsidiaries dependent on the slack automotive industry had suffered, but there was a strong contribution from fire protection operations, particularly those supplying the civil aviation industry.

The sale of Crown Berger led to a drop in overall group turnover, from £503m to £467m, and earnings per share fell to 10.8p (12.5p).

Heady growth of a 'green' company pruned

Andrew Bolger on the changing fortunes of the acquisitive Caird Group and its chairman

THERE IS likely to be little that will be environmentally friendly about the atmosphere today when Mr Peter Linacre, chairman and chief executive of the Caird Group, meets institutional shareholders in the waste disposal company.

Analysts said the institutions were "jumping up and down" about the performance of Caird, which shocked the City on Tuesday when it brought forward its results to announce profits which were sharply below expectations, prompting a collapse in the share price.

Caird has been the fastest-growing company in the fashionable and highly-rated British waste disposal sector, heavily promoting a "green" image with investors in the UK and US.

Mr Linacre has made 50 acquisitions since he joined Caird, at that time a Dundee-based property company, in 1987. Since then its market value has grown from £4m to peak in July this year at £125m.

On Tuesday the shares fell from 152p to 84p and yesterday they eased further to 79p, valuing the group at £37.3m. Caird reported pre-tax profits of £5.48m for the year to June 30, against analysts' predictions of £8.5m to £9m.

The Stock Exchange is conducting an inquiry into recent dealings in Caird shares. Mr Linacre said the results announcement had been brought forward by two days because there appeared to have been some leak about the disappointing figures.

Mr Linacre is no stranger to City controversy. He was cleared of possible insider dealing by a Department of Trade and Industry investigation following his dismissal as an equity salesman by Merrill Lynch in December 1988. Merrill alleged that Mr Linacre broke internal rules on dealings with transactions in the shares of Grand Central Investment Holdings, a food production and distribution company.

Mr Linacre admitted he dealt on his own account in Grand Central shares shortly before a share placing by the company, and that he made a profit of a few thousand pounds on the disposal. However, he said the transactions were done openly, through Merrill Lynch itself, and were intended to facilitate the placing by Grand Central, which was a Merrill client.

Last year Mr Linacre held a dinner in the City to celebrate his clearance by the DTI inspectors after a 19-month inquiry. His guests included loyal fund managers who fol-

lowed him into the Caird Group. At the dinner, he was toasted for having "escaped after being caught" going 31 mph in a 30 mph zone.

Mr Linacre will put his case to institutional shareholders this morning at the offices of Caird's stockbroker, County NatWest WoodMac.

City analysts were agreed that Caird's troubles lay in the speed of its growth. One said: "The key question is whether it has bought basically sound businesses and mismanaged the acquisitions, or has it bought a pile of second-rate operations?"

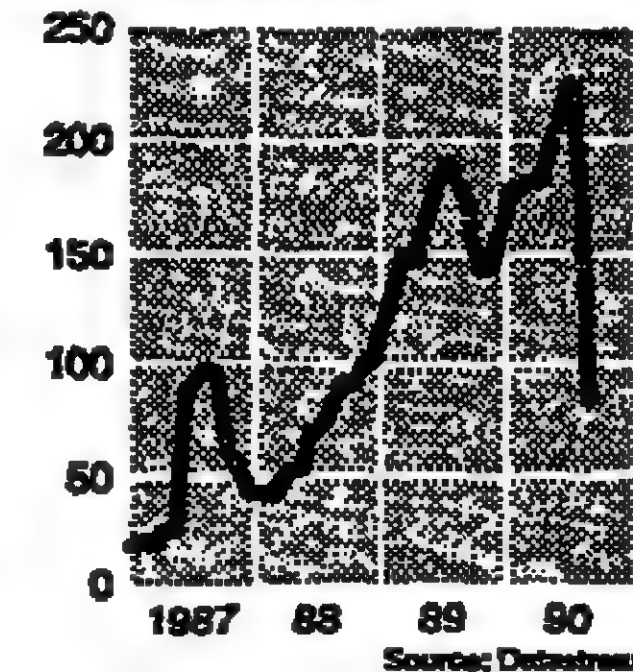
Most analysts felt Caird has probably been paying over the odds for privately-owned companies which it has found to be not nearly as profitable as it had been led to expect. There is a widespread suspicion that Mr Linacre has been too concerned with chasing the next deal to properly investigate all of the group's purchases.

One analyst said of Mr Linacre: "He had this huge environmental audit done of Caird, whereby he knew every gas and piece of waste coming into the group, but he obviously did not know what was happening financially."

Mr Linacre said last night that Caird did overpay for some of the businesses it had acquired - but some had proved to be marvellous moneyspin-

Caird Group

Share price (pence)



Source: Datastream

ners. Mr Linacre has said that some private companies required heavy expenditure to bring their operations up to the necessary legal environmental standards, but such spending would occur throughout the year and analysts cannot understand why Mr Linacre was until recently making optimistic noises about the company's results.

One analyst said: "Either there was something very wrong with the company's financial controls or an enormous amount of wool was being pulled over Linacre's eyes. I don't know which is worse."

Mr Linacre insisted that there had never been any intention on his part to pull the wool over anyone's eyes. It was only when the figures were pulled together in June that he realised that operating profits on the environmental side would be pulled down by writedowns arising from recent acquisitions.

There was also general puzzlement about Mr Linacre's statement that he had decided not to take up to £3m in profits on several properties which had been put into joint ventures. Analysts said Caird had never before claimed any property profits, and in any case no auditor would allow such gains to be shown in the profits and loss account.

Mr Linacre said last night that whether or not such property profits could be taken above the line was a "grey area" and the company had eventually decided not to do so. However, the profits which analysts had been expecting had always included that element and that had been made clear to them.

Analysts emphasised that Caird has about £12m in cash because last October it launched a £34.5m rights issue of 85m convertible preference shares. It has made acquisitions by issuing its previously highly rated paper.

Preference shareholders feel

particularly aggrieved because they bought in at a price far above today's value. The preference shares, which yesterday closed 8p down at 65p, peaked earlier this year at 148p.

The next big development in the Caird story could come from the other side of the Atlantic. The group might be an attractive target to the large US waste management companies such as Waste Management and Browning Ferris International.

US institutions will also be represented at this morning's meeting with Mr Linacre. Analysts pointed out that US investors tended to be much more litigious than in Britain.

Mr Linacre said that although there may have been failures of communication, he was sure that nothing in the conduct of the company or its recent share issues could leave it open to legal action.

He said: "Many of these institutions are friends of mine and it is very painful to me that this has happened."

He said he would make every effort to rebuild the credibility of the company, which he accepted had been had been greatly damaged by these results and the way in which they emerged.

DIVIDENDS UP AN EFFECTIVE 20 PER CENT

SIX MONTHS RESULTS

£1-£1.67 for 1990 (£1.64 for 1989)

Six months to June 1989 1990 Change

PROFIT BEFORE TAX £668m £592m -11%

INTERIM DIVIDENDS PER SHARE - ACTUAL 19.60p 20.70p +6%

- PROFORMA* 17.25p 20.70p +20%

(The 1989 comparative figures have been restated at average exchange rates, following a change in accounting policy.)

- Encouraging overall business growth in difficult climate.
- Tobacco: trading profit up 19 per cent with continuing export success.
- Financial services: strong performance from Farmers, Allied Dunbar and Eagle Star Life offset by disappointing first half for Eagle Star's general business.
- "I am pleased with the growth trends in both our tobacco and financial services activities . . . the underlying performance may not be fully reflected in our reported results for 1990, subject as they are to world stock markets and exchange rates." Patrick Sheehy, Chairman.
- Second interim dividend of 10.70p, making a total of 20.70p, an increase of 6 per cent.

*On a proforma basis, excluding dividends attributable to the demerged companies, total interim dividends are effectively up 20 per cent.



BAT INDUSTRIES

The full interim report is being posted to shareholders and copies are available from the Company Secretary, B.A.T. Industries p.l.c., Windsor House, 50 Victoria Street, London SW1H 0NL.

DIVIDENDS ANNOUNCED

	Current payment	Date of payment	Corresponding dividend	Total for year	Total last year
Allied Partnership	1	1	1	2	2
AMEC	3.875	Dec 31	3.825	7.7	9.5
American Trust	1.45	Oct 17	1.4	4.5	4.5
BAT	10.7	Jan 3	10.3	30	30
Black (Peter)	2.07	Oct 22	1.75	2.84	2.4
Blue Circle	3.75	Nov 22	3.5	11	11
Croda	4.1	Dec 3	4.1	11	11
Heritage	nil	2.58	1.29	3.87	3.87
Herring	3	Nov 2	2.5	5.5	5.5
Hilldown	2	Dec 31	1.8	7.2	7.2
Wooler-SMA	1.15	Oct 30	1	3	3
Osprey Comms	3	2.4	4.35	3.6	3.6
Parasol	0.55	0.5	1.5	1.5	1.5
Quaker Group	2	Nov 15	2	6	6
Senior Eng	1.08	Nov 30	1.08	2.86	2.86
Star-Plus	2.75	Oct 19	1.75	5.5	5.5
T&N	3.8	Nov 15	3.5	10.75	10.75
Wiggins Teape	3.32	Nov 8	3	7.5	7.5
Williams Hodge	4.75	Oct 3	4.5	11.5	11.5
Wimsey (Ge-198)	4	Oct 19	4	10.5	10.5
WSP Holdings	1.1	Oct 19	0.9	2.4	2.4

Dividends shown pence per share net except where otherwise stated. *Equivalent after allowing for scrip issue. *On capital increased by rights and/or acquisition issues. *SUSM stock. (Makes 20.7p (19.6p) to date. *Scrip option.

THE NEW FACE OF BRITISH BROADCASTING

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2nd October 1990

For a full editorial synopsis and advertisement details, please contact:

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1. Interest Payment Date: 7th December, 1990.
2. Rate of Interest for Sub-period: 6 1/8% per annum.
3. Interest Amount payable for Sub-period: US\$558.33 per US\$50,000 nominal.
4. Accumulated Interest Amount payable: US\$558.33 per US\$50,000 nominal.
5. Next Interest Sub-period will be from 6th October, 1990 to 6th November, 1990.

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COMMODITIES AND AGRICULTURE

High-cost gold mining in Canada's frozen wastes

The Colomac mine's owner is banking on economies of scale to turn a profit, writes Kenneth Gooding

GEORGE BROWN starts his journey to work at Canada's newest gold mine with a six-hour bus ride from his home in Saskatchewan to Edmonton. From there he takes a two and a half hour flight to the Colomac mine, 137 miles north-west of Yellowknife, capital of the Northwest Territories. He then works a 12-hour shift every day for two weeks before having two weeks off.

The rest of the mining industry is taking particular interest in Colomac. Not just because it is so far north and located in such a remote area but because it is trail-blazing in a number of ways to overcome the disadvantages of high costs and a very low quantity of gold in its ore.

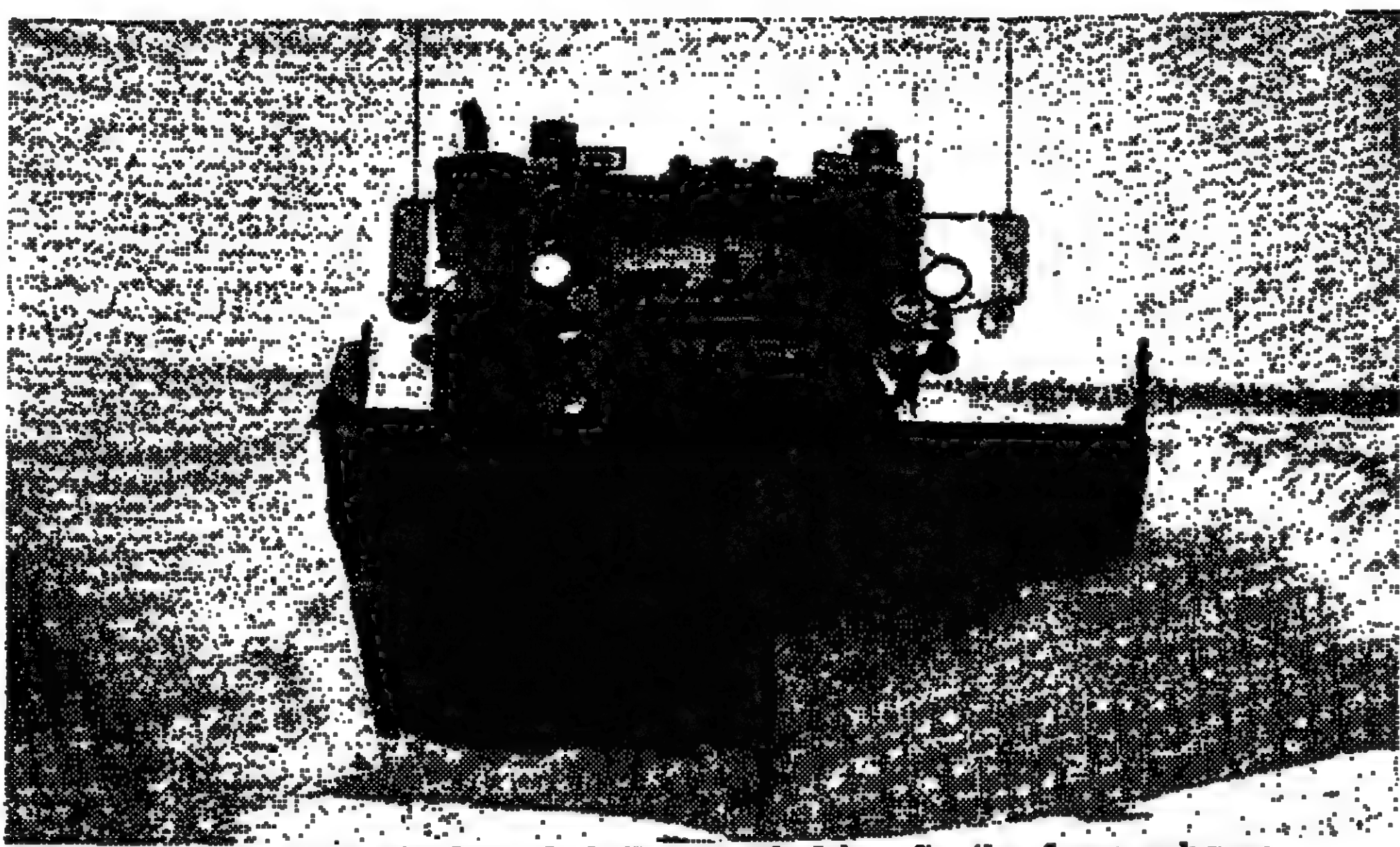
Mr Brown, safety officer at Colomac, left Edinburgh in Scotland for Canada 30 years ago. He was laid off in January when the local uranium mine closed down and is pleased to be back at work even if it does mean a tiring long-distance commute.

The only way over land to Colomac is via an ice road newly built every year for 190 miles over a series of lakes after they have frozen to a depth of three or four feet. Then, for about 12 weeks between January and March or April, the lakes can bear the heavy loads that have to be trucked into the mine.

During the construction of the \$200m mine, trucks rolled day and night on the ice road, making the trip from Edmonton, taking just over 48 hours for each journey. Most of the materials and equipment needed were transported over the ice road early last year. About 1,900 loads were shipped, averaging 24 short tons each but with some exceptions — such as the 32-ton main drive shaft for the mill.

The operation was carried out with military precision. Failure to shift certain loads on time would have delayed the project a full year.

The fear of truck and equipment breaking through the ice was very real and an ever-present. One driver says the ice cracks ominously almost con-



A 190-mile ice road to the mine has to be built across the lakes after they freeze each year

tinuously. "It scared me the first time. Now I just close the window."

For year-round access by air a 5,000 foot airstrip has been built at a cost of \$25m at Colomac. It is capable of taking an aircraft as big as a Hercules or a Boeing 737.

Miners traditionally have gone to great lengths and suffered great hardships in their search for gold but Colomac is unusual because the precious metal is spread so thinly through the rock. Nearly every North American mining group of any stature, including Cominco and Newmont Mining, has looked at Colomac since it was first discovered in 1946. But until now all walked away because the sums did not add up.

On average, each ton of Colomac ore contains only 0.064 of an ounce of gold and most companies would not consider mining at anything less than 0.2 of an ounce.

But the owner, NorthWest Gold (until recently known as ABM Gold) and its parent, Northgate Exploration, believe that the application of economies of scale can make the mine profitable.

It has built the largest single gold processing facility in Canada — and second-largest in North America — at Colomac, including a mill capable of gobbling up 10,000 tons of ore a day or 450 tons an hour. For every ton of ore, 3.24 tons of waste material will also have to be shifted.

One of Colomac's trucks with a full 85 tons of ore on board is carrying only about five ounces of gold or enough to make a nugget only the size of a golf ball. But at today's prices that is worth about US\$2,000.

However, careful control of ore grades (selecting the rock with the right levels of gold) will be essential and require great expertise.

And to get out as much gold as possible, the mill will operate 24 hours a day. For Colomac is designed to produce 200,000 Troy ounces of gold a year.

It doesn't take any more people to run a 10,000 ton mill than it does to run a 1,000 ton mill. A lot of our costs are fixed, or nearly so, regardless of how much ore we treat," points out Mr Jim Johnstone, the Scottish-born mine man-

ager. But sometimes the size of the project does mean added cost. Six diesel generators have been installed — with enough power to supply a town of 12,000 — to ensure that the mill keeps going. About 8m gallons of fuel a year has to be trucked in and stored, adding about \$40 an ounce to the cost of producing gold at Colomac this year.

The total average cash operating cost per ounce over the life of the mine is forecast to be US\$260. When more than \$100 an ounce in additional costs, such as depreciation, is taken into account, Colomac has very little room for manoeuvre if the gold price remains at the \$400 level.

But, if the gamble pays off, other mining companies are likely to follow the lead set by Colomac and mine very low-grade deposits.

Mr John Kearney, Northgate's chief executive, says the challenge for his operations people is to meet tonnage, grade and cost targets. "Get two out of three wrong and you are in trouble."

On top of that the mine has to cope with two crucial variables outside management's control — the gold price and the value of the Canadian dollar (which it pays out for goods and services) versus the US dollar (in which it is paid for its gold).

"Any gold price below \$350 an ounce is a killer for Colomac because the mine could not service its debt," Mr Kearney admits. And "it will be a long time before NorthWest Gold shows any earnings."

However, the debt is structured to protect the parent, Northgate Exploration, and success it would not be a financial disaster for Northgate, just a great disappointment.

He says: "There are risks in any mining operation and we believe that the opportunity to develop a major mine and a gold producer is more than ample compensation for those inherent in Colomac."

The capital cost of Colomac — \$216m — was financed through a \$90m non-recourse project loan from an international consortium of banks led by Bank of America and including Banque de la Société Financière Européenne and National Australia Bank.

Northgate's total exposure is \$260m, including \$15m for equity. NorthWest put up \$25m for equity.

While the banks seem to have most to lose, they have insisted that Colomac's future production be sold forward to lock in enough cash flow to cover operating costs this year and next. For 1990, some 100,000 ounces of gold has been hedged at a minimum of \$360 an ounce.

On the positive side, the Colomac ore is metallurgically simple, free from impurities and at least 94 per cent of the gold should be recovered. Mine manager Mr Johnstone, an Edinburgh University graduate, points out that Colomac is an early blazer in the mining and processing techniques being used, which include open-pit mining and carbon-in-pulp and electro-winning to extract the gold. "We are being very conventional. Everything we are doing here has been

tried successfully somewhere else."

Colomac has chalked up another first, however, by being the first mine in Canada's history to sign a socio-economic agreement directly with the local native population. The contract with the Dogrib Tribal Council provides for at least 25 per cent of the mine's workforce to be drawn from the local native population and for local residents to be made aware of business opportunities associated with the mine — an important consideration in an area where unemployment is running at 40 per cent in some communities.

Mr Kearney says that the Dené people have responded well to on-the-job training. They are proving to be excellent workers, hard-working and very reliable. But they are not too happy about having to look at control panels all day.

Providing business opportunities will take longer. Mr Kearney suggests the native people might eventually provide camp services, catering and transport. Meanwhile, he estimates that the mine will be pumping \$15m a year into the region.

So far enough ore reserves to keep Colomac going for eight years have been located but if the costs are to be reduced more gold must be found. Last year \$1.5m was spent on exploration around the mine site and this year another \$2m will be spent.

Colomac poured its first gold in May and it is on target to reach its full rate of output this month. The mine will absorb another \$20m to \$30m of cash this year, mainly for buying fuel and supplies to be stored. Mr Kearney says: "Until Colomac has operated all year round in normal conditions, we won't know about our operating costs. But there is currently no reason to suppose that our estimates are wrong."

"We have a lot riding on Colomac — not only credibility. Anything that can be done by man, we have done. But we can't control the price of oil or the price of gold."

Brazil's U-turn on discredited alcohol scheme

By Christina Lamb in Brasilia

BRAZIL'S 4.5m owners of alcohol-powered cars may have some reason to be thankful for the Gulf crisis. In reaction to rising oil prices, President Fernando Collor has relaunched the controversial "pro-alcohol" programme to reduce dependence on imported oil.

The plan, the world's largest and most expensive attempt to develop an alternative to petrol, has been widely considered a disaster. President Collor was one of its critics, saying he would never drive an alcohol-fuelled car.

Conceding during the oil shock of the 1970s to conserve foreign exchange, the programme led to the production of the world's first all-alcohol-powered cars. However, while oil prices sank below \$20 a barrel, the price of alcohol was \$50, making it totally uneconomical. Moreover, the high number of alcohol cars produced under government incentives meant Brazil's own production could not satisfy the market and was forced to import from the EC. Now few will buy alcohol cars and their percentage of annual sales has plummeted from 85 per cent in 1985 to 4.87 per cent in July.

But with oil prices rising as a result of the Gulf crisis, the programme has been given a new lease of life. Brazil imports

50 per cent of its oil requirements and the increased price means an extra \$10m on its bill. So, three years after denouncing the programme and publicly accusing the sugar-cane factories of wasting public assets, President Collor has resuscitated the plan. He said the Government intended to stimulate cane-growers to invest in production, adding: "Pro-alcohol should be a source of energy that is both economically viable and environmentally sound."

"We will give all support necessary to factories who want to improve productivity through modern technology," confirmed Mr Odair Silva, the Infrastructure Minister. The cynics point out that for the last four years the sugar-cane harvest has been stagnant at 32m tonnes, while the number of alcohol cars in use has increased. This year, alcohol fuel production is expected to be 11.3m litres, 600m less than last year.

The cost of alcohol production today is \$4 a barrel, compared with around \$42 at present for petrol. Subsidies allowing alcohol to be sold at lower prices than petrol have so far cost \$7m, which does not fit with President Collor's stance against government intervention.

Electricity companies plan futures experiment

By David Thomas, Resources Editor

THE ELECTRICITY companies in England and Wales plan to set up a dummy futures market to test the waters before they are privatised.

The companies hope that if the experiment is successful it could lead to the world's first futures market in electricity.

National Power, PowerGen and Nuclear Electric, the three generating companies in England and Wales, and the 12 regional electricity supply companies, yesterday agreed to explore prospects for an electricity futures market.

They hope to agree to set up a dummy electricity futures market with the London Futures and Options Exchange (Fox) soon after the completion of electricity privatisation in England and Wales, which is scheduled for next February. The idea is for each of the electricity companies to be given a screen and trade on this dummy futures market for about an hour a day.

However, a number of technical problems remain to be solved before this dummy mar-

ket is set up. One is the basis on which the futures trading would be conducted. Given that it would have to relate to the new physical market in electricity, known as the pool.

In particular, the futures market would have to choose indices relating to the prices in the electricity pool which are quoted on a half-hour basis. Among the possibilities being considered by the companies is to have a contract which quotes an average price for each day, or for four periods during the day or for each of the half-hour periods.

Another issue is whether an electricity futures market should be tied in some way to the electricity market, since electricity prices at times of peak demand tend to reflect heavy fuel oil prices.

If these difficulties can be overcome, the electricity companies foresee generating companies, supply companies, large industrial users and traders as potential players on an electricity futures market.

Peru plans privatisation of metal and oil refining

PERU'S NEW Government is ready to open oil and metal refining to private capital, ending a virtual state monopoly in both industries, energy and mines minister Fernando Sanchez Alzamora said yesterday, reports Reuters from Lima.

President Alberto Fujimori's Government also hopes to grant total or partial control of two big copper mining projects to private investors.

After two decades of heavy state intervention in mining

and oil, the Minister said the cash-starved Government would seek private investors in all major new projects. "We are not going to launch any state projects," he declared. "First we must recover our international credibility."

President Fujimori's main goal for the vital mining industry is to revive private small-scale mining, which all but disappeared under former president Alan Garcia, Mr Sanchez said. By injecting new life into

small-scale mining and putting the industry's 40 per cent idle capacity back to work, the month-old Government hopes to increase production by about \$400m over the next five years.

Metal exports last year earned Peru about \$1.6bn worth of foreign exchange. Copper, silver, zinc and other metals account for about half of Peru's total export earnings.

"In the short term, we're interested in reactivating small mining... basically through

credits," Mr Sanchez explained. "Small mines are important because they generate economic activity around them."

Scores of tiny mines scattered across the Andean highlands have closed in the past few years because of a severe cash squeeze and, in the case of silver producers, low prices.

Mr Sanchez said the Government would welcome proposals from private investors to build oil or metal refineries, which would compete with state

firms. But he said he did not expect refinery proposals in the short term.

"If someone is interested in building a refinery, and it would be profitable, he will find no opposition," the Minister said.

PetroPeru the state oil corporation holds a monopoly on oil refining and metals refining is almost entirely in the hands of state firms Minero Peru and Centromin. Copper and zinc refining are entirely controlled by the state.

Strike halts copper supply

MINERO PERU, which has been strike-bound for 20 days, has declared indefinite force majeure on deliveries of copper cathodes to Southern Peru Copper Corporation, said a separate declaration covering Southern Peru's own shipments is imminent, according to officials of the corporation.

Southern Peru's copper blister, production of which is not affected, is refined by Minero Peru at the southern port of Ilo and then sold back as cathodes.

WORLD COMMODITIES PRICES

MARKET REPORT

Cash aluminium closed at the highest level since June 20 last year on the LME yesterday, rising by \$50 to \$1,909 a tonne. Analysts said the market is on track to rise above \$2,000 in the fourth quarter, barring the effect of the Gulf crisis and high oil prices on Western economies. Yesterday's close was below the highs of the morning, when prices surged on consumer buying and short covering. Bouts of profit taking and hedge selling halted the advance, although renewed buying interest emerged on any dip. In contrast nickel prices fell sharply. The market looked a little overbought after rising to a 12-month high last week.

London Markets

SPOT MARKETS
Crude oil (per barrel FOB) + or -
Dubai \$26.56-7.05w +0.60
Brent \$27.75-8.05w +0.75
W.T.I. (1st oct) \$28.45-8.45w +0.27

Oil products
(NWE prompt delivery per tonne CIF) + or -
Premium Gasoline \$412.47-8
Diesel \$376.25-8
Heavy Fuel Oil \$105-110
Naphtha \$300-305
Petroleum Argus Estimates

Other
Gold (per troy oz) \$387.00 +4.75
Silver (per troy oz) \$47.95 +4
Platinum (per troy oz) \$483.05 +0.05
Palladium (per troy oz) \$111.25 +0.05

Aluminium (two year contract)
Copper (US Producer) 131c +4.5
Lead (US Producer) 25.1c +1.5
Nickel (new market) 65c -1.5
Tin (Kuala Lumpur market) 16.25w +0.15
Tin (New York) 20.80w -0.2
Zinc (US Prime Western) 81c

Cattle (live weight)
Sheep (steat weight) 143.05w
Pigs (live weight) 78.05w
London daily sugar (raw) \$273.0q +3.5
London daily sugar (white) \$226w +2
Barley and English export price \$253.5 +1.0

Tin (LME)
Tin (LME) \$113
Malaysian (per tin) \$14.5w
Wool (US West) \$24.25w +2.0
Rubber (CIS) \$2.50w -0.75
Rubber (NOR) \$2.75w -0.75
Rubber (NOR) \$2.75w -0.75
Rubber (NOR) \$2.75w -0.75

Cocoa (Philippines)
Cocoa (Philippines) \$257.5w
Cocoa (Philippines) \$257.5w
Cocoa (Philippines) \$257.5w
Cocoa (Philippines) \$257.5w

Cash settlement
Cocoa (Philippines) \$257.5w
Cocoa (Philippines) \$257.5w
Cocoa (Philippines) \$257.5w
Cocoa (Philippines) \$257.5w

Wool
Wool (US West) \$24.25w +2.0
Wool (US West) \$24.25w +2.0
Wool (US West) \$24.25w +2.0
Wool (US West) \$24.25w +2.0

and was due for a correction, traders said. However, low warehouse stocks are still underpinning the market although fresh Soviet shipments are expected shortly. Copper closed above the day's lows after a flurry of short covering induced by a force majeure by Minero Peru. On the bullion market gold regained Tuesday's losses, partly because of the Iraqi president's call for a Holy War against the US and Saudi Arabia. Cocoa prices lost ground in both London and New York, where key support levels were broken by midsession.

Compiled from Reuters
SUGAR - London FOC (\$ per tonne)
Raw Close Previous High/Low
Oct \$24.40 \$24.40 \$27.00 \$24.40
Nov \$24.40 \$24.40 \$27.00 \$24.40
Dec \$24.40 \$24.40 \$27.00 \$24.40
Jan \$24.40 \$24.40 \$27.00 \$24.40
Feb \$24.40 \$24.40 \$27.00 \$24.40
Mar \$24.40 \$24.40 \$27.00 \$24.40
Apr \$24.40 \$24.40 \$27.00 \$24.40
May \$24.40 \$24.40 \$27.00 \$24.40
Jun \$24.40 \$24.40 \$27.00 \$24.40
Jul \$24.40 \$24.40 \$27.00 \$24.40
Aug \$24.40 \$24.40 \$27.00 \$24.40
Sep \$24.40 \$24.40 \$27.00 \$24.40

White Close Previous High/Low
Oct \$18.00 \$18.00 \$18.00 \$18.00
Nov \$18.00 \$18.00 \$18.00 \$18.00
Dec \$18.00 \$18.00 \$18.00 \$18.00
Jan \$18.00 \$18.00 \$18.00 \$18.00
Feb \$18.00 \$18.00 \$18.00 \$18.00
Mar \$18.00 \$18.00 \$18.00 \$18.00
Apr \$18.00 \$18.00 \$18.00 \$18.00
May \$18.00 \$18.00 \$18.00 \$18.00
Jun \$18.00 \$18.00 \$18.00 \$18.00
Jul \$18.00 \$18.00 \$18.00 \$18.00
Aug \$18.00 \$18.00 \$18.00 \$18.00
Sep \$18.00 \$18.00 \$18.00 \$18.00

Turnover: 101,185 (174,585) lots of 50 tonnes.
White 1767 (2300)
Palm 1055 (1700)
Palm 1055 (1700)
Palm 1055 (1700)

CRUDE OIL - SFE \$/barrel
Close Previous High/Low
Oct \$26.71 \$26.71 \$26.71 \$26.71
Nov \$26.71 \$26.71 \$26.71 \$26.71
Dec \$26.71 \$26.71 \$26.71 \$26.71
Jan \$26.71 \$26.71 \$26.71 \$26.71
Feb \$26.71 \$26.71 \$26.71 \$26.71
Mar \$26.71 \$26.71 \$26.71 \$26.71
Apr \$26.71 \$26.71 \$26.71 \$26.71
May \$26.71 \$26.71 \$26.71 \$26.71
Jun \$26.71 \$26.71 \$26.71 \$26.71
Jul \$26.71 \$26.71 \$26.71 \$26.71
Aug \$26.71 \$26.71 \$26.71 \$26.71
Sep \$26.71 \$26.71 \$26.71 \$26.71

Turnover: 101,185 (174,585) lots of 50 tonnes.
White 1767 (2300)
Palm 1055 (1700)
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CRUDE OIL - SFE \$/barrel
Close Previous High/Low
Oct \$26.71 \$26.71 \$26.71 \$26.71
Nov \$26.71 \$26.71 \$26.71 \$26.71
Dec \$26.71 \$26.71 \$26.71 \$26.71
Jan \$26.71 \$26.71 \$26.71 \$26.71
Feb \$26.71 \$26.71 \$26.71 \$26.71
Mar \$26.71 \$26.71 \$26.71 \$26.71
Apr \$26.71 \$26.71 \$26.71 \$26.71
May \$26.71 \$26.71 \$26.71 \$26.71
Jun \$26.71 \$26.71 \$26.71 \$26.71
Jul \$26.71 \$26.71 \$26.71 \$26.71
Aug \$26.71 \$26.71 \$26.71 \$26.71
Sep \$26.71 \$26.71 \$26.71 \$26.71

Turnover: 101,185 (174,585) lots of 50 tonnes.
White 1767 (2300)
Palm 1055 (1700)
Palm 1055 (1700)
Palm 1055 (1700)

CRUDE OIL - SFE \$/barrel
Close Previous High/Low
Oct \$26.71 \$26.71 \$26.71 \$26.71
Nov \$26.71 \$26.71 \$26.71 \$26.71
Dec \$26.71 \$26.71 \$26.71 \$26.71
Jan \$26.71 \$26.71 \$26.71 \$26.71
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Jul \$26.71 \$26.71 \$26.71 \$26.71
Aug \$26.71 \$26.71 \$26.71 \$26.71
Sep \$26.71 \$26.71 \$26.71 \$26.71

Turnover: 101,185 (174,585) lots of 50 tonnes.
White 1767 (2300)
Palm 1055 (1700)
Palm 1055 (1700)
Palm 1055 (1700)

COCOA - London FOC \$/tonne
Close Previous High/Low
Sep \$75 75 75 75
Oct \$75 75 75 75
Nov \$75 75 75 75
Dec \$75 75 75 75
Jan \$75 75 75 75
Feb \$75 75 75 75
Mar \$75 75 75 75
Apr \$75 75 75 75
May \$75 75 75 75
Jun \$75 75 75 75
Jul \$75 75 75 75
Aug \$75 75 75 75
Sep \$75 75 75 75

Turnover: 847 (372) lots of 10 tonnes.
Cocoa 847 (372) lots of 10 tonnes
Cocoa 847 (372) lots of 10 tonnes
Cocoa 847 (372) lots of 10 tonnes

COFFEE - London FOC \$/tonne
Close Previous High/Low
Sep \$99 99 99 99
Oct \$99 99 99 99
Nov \$99 99 99 99
Dec \$99 99 99 99
Jan \$99 99 99 99
Feb \$99 99 99 99
Mar \$99 99 99 99
Apr \$99 99 99 99
May \$99 99 99 99
Jun \$99 99 99 99
Jul \$99 99 99 99
Aug \$99 99 99 99
Sep \$99 99 99 99

Turnover: 124 (111) lots of 40 tonnes.
Coffee 124 (111) lots of 40 tonnes
Coffee 124 (111) lots of 40 tonnes
Coffee 124 (111) lots of 40 tonnes

SOYABEAN MEAL - SFE \$/tonne
Close Previous High/Low
Oct \$105.00 \$105.00 \$105.00 \$105.00
Nov \$105.00 \$105.00 \$105.00 \$105.00
Dec \$105.00 \$105.00 \$105.00 \$105.00
Jan \$105.00 \$105.00 \$105.00 \$105.00
Feb \$105.00 \$105.00 \$105.00 \$105.00
Mar \$105.00 \$105.00 \$105.00 \$105.00
Apr \$105.00 \$105.00 \$105.00 \$105.00
May \$105.00 \$105.00 \$105.00 \$105.00
Jun \$105.00 \$105.00 \$105.00 \$105.00
Jul \$105.00 \$105.00 \$105.00 \$105.00
Aug \$105.00 \$105.00 \$105.00 \$105.00
Sep \$105.00 \$105.00 \$105.00 \$105.00

Turnover: 101,185 (174,585) lots of 50 tonnes.
White 1767 (2300)
Palm 1055 (1700)
Palm 1055 (1700)
Palm 1055 (1700)

CRUDE OIL - SFE \$/barrel
Close Previous High/Low
Oct \$26.71 \$26.71 \$26.71 \$26.71
Nov \$26.71 \$26.71 \$26.71 \$26.71
Dec \$26.71 \$26.71 \$26.71 \$26.71
Jan \$26.71 \$26.71 \$26.71 \$26.71
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Mar \$26.71 \$26.71 \$26.71 \$26.71
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Aug \$26.71 \$26.71 \$26.71 \$26.71
Sep \$26.71 \$26.71 \$26.71 \$26.71

Turnover: 101,185 (174,585) lots of 50 tonnes.
White 1767 (2300)
Palm 1055 (1700)
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Palm 1055 (1700)

CRUDE OIL - SFE \$/barrel
Close Previous High/Low
Oct \$26.71 \$26.71 \$26.71 \$26.71
Nov \$26.71 \$26.71 \$26.71 \$26.71
Dec \$26.71 \$26.71 \$26.71 \$26.71
Jan \$26.71 \$26.71 \$26.71 \$26.71
Feb \$26.71 \$26.71 \$26.71 \$26.71
Mar \$26.71 \$26.71 \$26.

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MOTORS, AIRCRAFT TRADES

Contd

1990	High	Low	Stock	Price	Div	Yield	P/E
426	100	98	426000000	100	10	10	10
427	100	98	427000000	100	10	10	10
428	100	98	428000000	100	10	10	10
429	100	98	429000000	100	10	10	10
430	100	98	430000000	100	10	10	10
431	100	98	431000000	100	10	10	10
432	100	98	432000000	100	10	10	10
433	100	98	433000000	100	10	10	10
434	100	98	434000000	100	10	10	10
435	100	98	435000000	100	10	10	10
436	100	98	436000000	100	10	10	10
437	100	98	437000000	100	10	10	10
438	100	98	438000000	100	10	10	10
439	100	98	439000000	100	10	10	10
440	100	98	440000000	100	10	10	10
441	100	98	441000000	100	10	10	10
442	100	98	442000000	100	10	10	10
443	100	98	443000000	100	10	10	10
444	100	98	444000000	100	10	10	10
445	100	98	445000000	100	10	10	10
446	100	98	446000000	100	10	10	10
447	100	98	447000000	100	10	10	10
448	100	98	448000000	100	10	10	10
449	100	98	449000000	100	10	10	10
450	100	98	450000000	100	10	10	10
451	100	98	451000000	100	10	10	10
452	100	98	452000000	100	10	10	10
453	100	98	453000000	100	10	10	10
454	100	98	454000000	100	10	10	10
455	100	98	455000000	100	10	10	10
456	100	98	456000000	100	10	10	10
457	100	98	457000000	100	10	10	10
458	100	98	458000000	100	10	10	10
459	100	98	459000000	100	10	10	10
460	100	98	460000000	100	10	10	10
461	100	98	461000000	100	10	10	10
462	100	98	462000000	100	10	10	10
463	100	98	463000000	100	10	10	10
464	100	98	464000000	100	10	10	10
465	100	98	465000000	100	10	10	10
466	100	98	466000000	100	10	10	10
467	100	98	467000000	100	10	10	10
468	100	98	468000000	100	10	10	10
469	100	98	469000000	100	10	10	10
470	100	98	470000000	100	10	10	10

NEWSPAPERS, PUBLISHERS

1990	High	Low	Stock	Price	Div	Yield	P/E
101	100	98	101000000	100	10	10	10
102	100	98	102000000	100	10	10	10
103	100	98	103000000	100	10	10	10
104	100	98	104000000	100	10	10	10
105	100	98	105000000	100	10	10	10
106	100	98	106000000	100	10	10	10
107	100	98	107000000	100	10	10	10
108	100	98	108000000	100	10	10	10
109	100	98	109000000	100	10	10	10
110	100	98	110000000	100	10	10	10
111	100	98	111000000	100	10	10	10
112	100	98	112000000	100	10	10	10
113	100	98	113000000	100	10	10	10
114	100	98	114000000	100	10	10	10
115	100	98	115000000	100	10	10	10
116	100	98	116000000	100	10	10	10
117	100	98	117000000	100	10	10	10
118	100	98	118000000	100	10	10	10
119	100	98	119000000	100	10	10	10
120	100	98	120000000	100	10	10	10
121	100	98	121000000	100	10	10	10
122	100	98	122000000	100	10	10	10
123	100	98	123000000	100	10	10	10
124	100	98	124000000	100	10	10	10
125	100	98	125000000	100	10	10	10
126	100	98	126000000	100	10	10	10
127	100	98	127000000	100	10	10	10
128	100	98	128000000	100	10	10	10
129	100	98	129000000	100	10	10	10
130	100	98	130000000	100	10	10	10
131	100	98	131000000	100	10	10	10
132	100	98	132000000	100	10	10	10
133	100	98	133000000	100	10	10	10
134	100	98	134000000	100	10	10	10
135	100	98	135000000	100	10	10	10
136	100	98	136000000	100	10	10	10
137	100	98	137000000	100	10	10	10
138	100	98	138000000	100	10	10	10
139	100	98	139000000	100	10	10	10
140	100	98	140000000	100	10	10	10
141	100	98	141000000	100	10	10	10
142	100	98	142000000	100	10	10	10
143	100	98	143000000	100	10	10	10
144	100	98	144000000	100	10	10	10
145	100	98	145000000	100	10	10	10
146	100	98	146000000	100	10	10	10
147	100	98	147000000	100	10	10	10
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157	100	98	157000000	100	10	10	10
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171	100	98	171000000	100	10	10	10
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198	100	98	198000000	100	10	10	10
199	100	98	199000000	100	10	10	10
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PAPER, PRINTING, ADVERTISING

ADVERTISING				6.75	0.17	
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Assets & Nettle Fund	Assets & Nettle Fund	Assets & Nettle Fund
Worldwide Bond Fund Inc.	FL 27	1.32
Worldwide Cap Fd Acc.	SL 47	1.58

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CURRENCIES, MONEY AND CAPITAL MARKETS

FOREIGN EXCHANGES

Rate trends depress dollar

THE DOLLAR fell yesterday on suggestions that the Federal Reserve will ease its monetary stance to support the depressed US economy. Iraqi President Saddam Hussein's call for a holy war against the US and the overthrow of King Fahd of Saudi Arabia had little impact. There were no fresh factors, but the failure of the dollar to gain from the Gulf crisis made it vulnerable to selling on the economic fears.

These fears may be reinforced tomorrow if US employment trends are weak. The market expects August unemployment to remain at 5.5 per cent and does not foresee any marked recovery in the general level of employment. Forecasts point to a fall of about 33,000 in non-farm payrolls compared with a fall of 219,000 in July.

Expectations of lower US interest rates contrasted with last week's move to increase the Japanese discount rate and with the speculation that the Bundesbank might also increase rates to offset inflationary pressure in Germany.

The trend against the dollar yesterday began in the Far East, where it fell sharply against the Japanese yen, closing at ¥142.50 in Tokyo on Tuesday.

The dollar fell to ¥142.50 on Tuesday in New York. This took the

currency trading technical support at ¥142.80, encouraging a further bout of selling. In Europe it was pushed down to the lowest level against the yen so far this year, touching ¥141.40, before closing at ¥141.65 against ¥143.60 previously.

Speculation about lower US interest rates, and the movement into the yen, also weakened the dollar against European currencies. It fell to DM1.5625 from DM1.5835; to SF1.2980 from SF1.3170; and to FF4.2375 from FF4.3075. On the Bank of England figures the dollar's index declined to 63.1 from 63.8.

The Federal Reserve intervened fairly aggressively to add temporary liquidity on the New York money market via overnight system repurchases. The market expected money via the more routine method of customer repurchase agreements, but with Federal funds

trading at the high level of 8 per cent - against an assumed target rate of 8 per cent - the Fed's action was not regarded as anything more than a technical operation.

Sterling gained more than 2 cents against the dollar, but was otherwise weaker. The pound was supported in early trading by rumours that the currency will become a full member of the European Monetary System this week-end. Many dealers dismissed this as no more than market speculation however, and after sterling had climbed to peaks of \$1.9300 and DM2.9775 it fell back to finish lower against Continental currencies and the yen.

The pound rose 2.15 cents to \$1.8985, but fell to DM2.9675 from DM2.9725, to ¥269.00 from ¥269.50, to SF2.4650 from SF2.4725, and to FF9.9425 from FF9.9625. Sterling's index climbed 0.2 to 94.7.

FINANCIAL FUTURES AND OPTIONS

LIFE LONG GALT FUTURES OPTIONS

Strike	Call	Put
80	1.40	0.30
82	1.10	0.40
84	0.80	0.50
86	0.50	0.60
88	0.30	0.70
90	0.20	0.80
92	0.10	0.90
94	0.05	1.00
96	0.02	1.10
98	0.01	1.20
100	0.00	1.30

Estimated volume total, Cals 812 Puts 1780
Previous day's open int. Cals 7550 Puts 7535

LIFE EUROAMER OPTIONS

Strike	Call	Put
90	0.75	0.07
92	0.55	0.17
94	0.35	0.27
96	0.25	0.37
98	0.15	0.47
100	0.05	0.57
102	0.02	0.67
104	0.01	0.77
106	0.00	0.87
108	0.00	0.97
110	0.00	1.07

Estimated volume total, Cals 115 Puts 810
Previous day's open int. Cals 10420 Puts 23704

LIFE EUROAMER OPTIONS

Strike	Call	Put
90	0.75	0.07
92	0.55	0.17
94	0.35	0.27
96	0.25	0.37
98	0.15	0.47
100	0.05	0.57
102	0.02	0.67
104	0.01	0.77
106	0.00	0.87
108	0.00	0.97
110	0.00	1.07

Estimated volume total, Cals 115 Puts 810
Previous day's open int. Cals 10420 Puts 23704

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Previous day's open int. Cals 10420 Puts 23704

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82	1.10	0.40
84	0.80	0.50
86	0.50	0.60
88	0.30	0.70
90	0.20	0.80
92	0.10	0.90
94	0.05	1.00
96	0.02	1.10
98	0.01	1.20
100	0.00	1.30

Estimated volume total, Cals 812 Puts 1780
Previous day's open int. Cals 7550 Puts 7535

LIFE EUROAMER OPTIONS

Strike	Call	Put
90	0.75	0.07
92	0.55	0.17
94	0.35	0.27
96	0.25	0.37
98	0.15	0.47
100	0.05	0.57
102	0.02	0.67
104	0.01	0.77
106	0.00	0.87
108	0.00	0.97
110	0.00	1.07

Estimated volume total, Cals 115 Puts 810
Previous day's open int. Cals 10420 Puts 23704

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Strike	Call	Put
90	0.75	0.07
92	0.55	0.17
94	0.35	0.27
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Previous day's open int. Cals 10420 Puts 23704

LIFE EUROAMER OPTIONS

Strike	Call	Put
90	0.75	0.07
92	0.55	0.17
94	0.35	0.27
96	0.25	0.37
98	0.15	0.47
100	0.05	0.57
102	0.02	0.67
104	0.01	0.77
106	0.00	0.87
108	0.00	0.97
110	0.00	1.07

Estimated volume total, Cals 115 Puts 810
Previous day's open int. Cals 10420 Puts 23704

LIFE EUROAMER OPTIONS

Strike

Index	Stock	High	Low	Close	Change	Index	Stock	High	Low	Close	Change	Index	Stock	High	Low	Close	Change					
TORONTO																						
2pm prices September 5																						
2155 Alcan Ltd	51 1/2	51 1/2	51 1/2	51 1/2	0	2220 Dominion A	168	168	168	+2	1887 Kew Adm	51 1/2	51 1/2	51 1/2	51 1/2	0	1894 Rappaport	51 1/2	51 1/2	51 1/2	51 1/2	0
1425 Alcan Ltd	51 1/2	51 1/2	51 1/2	51 1/2	0	2220 Dominion B	120	120	120	+2	401242 Lac Mills	111	111	111	111	0	700 Rio Algon	50 1/2	50 1/2	50 1/2	50 1/2	0
2628 Agrium E	57 1/2	57 1/2	57 1/2	57 1/2	0	180 Dorland	87	87	87	0	11574 Lafarge B	17 1/2	17 1/2	17 1/2	17 1/2	0	300 Rogers	400	400	400	400	0
12011 Alcan E	51 1/2	51 1/2	51 1/2	51 1/2	0	100 Domett A	475	475	475	0	3000 Laidlaw A	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Rothman	508	508	508	508	0
5100 Alcan B	51 1/2	51 1/2	51 1/2	51 1/2	0	800 Domett B	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	10220 Royal Bank	51 1/2	51 1/2	51 1/2	51 1/2	0
26100 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett C	475	475	475	0	8000 Levesque A	51 1/2	51 1/2	51 1/2	51 1/2	0	3000 Ry Tron	51 1/2	51 1/2	51 1/2	51 1/2	0
500 Alcan Ltd	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett D	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	21000 S&P	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett E	475	475	475	0	8000 Levesque B	51 1/2	51 1/2	51 1/2	51 1/2	0	800 Samuel M	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett F	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	10220 Royal Bank	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett G	475	475	475	0	8000 Levesque C	51 1/2	51 1/2	51 1/2	51 1/2	0	3000 Ry Tron	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett H	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	21000 S&P	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett I	475	475	475	0	8000 Levesque D	51 1/2	51 1/2	51 1/2	51 1/2	0	800 Samuel M	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett J	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	10220 Royal Bank	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett K	475	475	475	0	8000 Levesque E	51 1/2	51 1/2	51 1/2	51 1/2	0	3000 Ry Tron	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett L	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	21000 S&P	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett M	475	475	475	0	8000 Levesque F	51 1/2	51 1/2	51 1/2	51 1/2	0	800 Samuel M	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett N	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	10220 Royal Bank	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett O	475	475	475	0	8000 Levesque G	51 1/2	51 1/2	51 1/2	51 1/2	0	3000 Ry Tron	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett P	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	21000 S&P	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett Q	475	475	475	0	8000 Levesque H	51 1/2	51 1/2	51 1/2	51 1/2	0	800 Samuel M	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett R	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	10220 Royal Bank	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett S	475	475	475	0	8000 Levesque I	51 1/2	51 1/2	51 1/2	51 1/2	0	3000 Ry Tron	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett T	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	21000 S&P	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett U	475	475	475	0	8000 Levesque J	51 1/2	51 1/2	51 1/2	51 1/2	0	800 Samuel M	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett V	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	10220 Royal Bank	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett W	475	475	475	0	8000 Levesque K	51 1/2	51 1/2	51 1/2	51 1/2	0	3000 Ry Tron	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett X	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	21000 S&P	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett Y	475	475	475	0	8000 Levesque L	51 1/2	51 1/2	51 1/2	51 1/2	0	800 Samuel M	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett Z	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	10220 Royal Bank	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AA	475	475	475	0	8000 Levesque M	51 1/2	51 1/2	51 1/2	51 1/2	0	3000 Ry Tron	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AB	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	21000 S&P	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AC	475	475	475	0	8000 Levesque N	51 1/2	51 1/2	51 1/2	51 1/2	0	800 Samuel M	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AD	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	10220 Royal Bank	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AE	475	475	475	0	8000 Levesque O	51 1/2	51 1/2	51 1/2	51 1/2	0	3000 Ry Tron	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AF	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	21000 S&P	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AG	475	475	475	0	8000 Levesque P	51 1/2	51 1/2	51 1/2	51 1/2	0	800 Samuel M	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AH	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	10220 Royal Bank	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AI	475	475	475	0	8000 Levesque Q	51 1/2	51 1/2	51 1/2	51 1/2	0	3000 Ry Tron	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AJ	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	21000 S&P	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AK	475	475	475	0	8000 Levesque R	51 1/2	51 1/2	51 1/2	51 1/2	0	800 Samuel M	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AL	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	10220 Royal Bank	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AM	475	475	475	0	8000 Levesque S	51 1/2	51 1/2	51 1/2	51 1/2	0	3000 Ry Tron	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AN	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	21000 S&P	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AO	475	475	475	0	8000 Levesque T	51 1/2	51 1/2	51 1/2	51 1/2	0	800 Samuel M	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AP	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	10220 Royal Bank	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AQ	475	475	475	0	8000 Levesque U	51 1/2	51 1/2	51 1/2	51 1/2	0	3000 Ry Tron	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AR	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	21000 S&P	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AS	475	475	475	0	8000 Levesque V	51 1/2	51 1/2	51 1/2	51 1/2	0	800 Samuel M	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AT	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	10220 Royal Bank	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AU	475	475	475	0	8000 Levesque W	51 1/2	51 1/2	51 1/2	51 1/2	0	3000 Ry Tron	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AV	475	475	475	0	1700 Laur G	87 1/2	87 1/2	87 1/2	87 1/2	0	21000 S&P	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AW	475	475	475	0	8000 Levesque X	51 1/2	51 1/2	51 1/2	51 1/2	0	800 Samuel M	51 1/2	51 1/2	51 1/2	51 1/2	0
20400 Alcan	51 1/2	51 1/2	51 1/2	51 1/2	0	200 Domett AX	47															

NEW YORK STOCK EXCHANGE COMPOSITE PRICES

Continued on Page 37

NASDAQ NATIONAL MARKET**Tom prices September 5**[illegible]

3pm prices
September 5

[illegible]

And ask Peter Lancaster for details.

FINANCIAL TIMES

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FINANCIAL TIMES

AMERICA

Dow manages a gentle rise in listless trading

Wall Street

QUIET AND directionless trading continued in the equity market yesterday, with few fresh developments in the Middle East or economic news to provoke more active trading, writes Janet Bush in New York.

At 2 pm, the Dow Jones Industrial Average was 7,671, higher at 2,621.04 having traded in a narrow range throughout the morning in low volume of only 76m shares. The Dow had risen 0.99 on Tuesday to 7,613.37.

Other indices were narrowly mixed at mid-session with the broad-based Standard & Poor's 500 index 0.53 lower at 322.56 and the Nasdaq Composite index up 0.73 at 382.40.

Both stock and bond markets were on the defensive because of another rise in crude oil prices, but the oil rally was much less marked than on Tuesday. At mid-session on the New York Mercantile Exchange, October futures were 35 cents higher at \$29.47 a barrel. There was little other news.

The spokesman for Iraqi leader Saddam Hussein again called on Arabs to join in a holy war against the US in a televised address, but this has been said before and had little impact. The financial markets are getting used to the idea that the stalemate in the Middle East could carry on for a while.

In these extraordinary circumstances, volume has dwindled to the lowest levels of the year and traders have little

EUROPE

Frankfurt remains gloomy as Paris makes recovery

DEPRESSION continued to hang over Frankfurt, which fell 1.6 per cent, but some other markets, including Paris, achieved modest gains yesterday, writes Peter Markley in Frankfurt.

Frankfurt fell again in a thin, gloomy session, dominated by worries about the Middle East conflict and the cost of combining the two Germanys. The DAX index dropped 25.80 to 1,564.27 and the FAZ shed 8.65 to 676.50. Turnover was DM4.2bn, up from Tuesday's DM3.6bn.

Elsewhere, the chemical company which announced a fall in first-half profits in line with expectations the previous day, eased 50 pf to DM232. The other two big chemical groups, Bayer and BASF, fell DM3.70 to DM236.50, and DM3.50 to DM227.50, respectively.

Kaizer, which reported a fall in operating profit last week, declined DM9.10 to DM453. Elsewhere in the sector, BMW fell DM17 to DM463.

Deutsche Bank shed DM15.50 to DM658.50, although the bank said that it expected to be able to maintain the 14 per cent growth rate in operating profit in the first half of the year. Dresdner Bank, which said after the market closed that it had raised its stake in Dresdner Bank Kreditbank of East Germany to 85 per cent from 48 per cent, lost DM6 to DM460.

Kaizer, the department store group, slipped DM4 to DM576.50 after saying that first-half earnings this year were significantly above those in the same period of 1989, but gave no further details.

PARIS reversed most of the previous day's losses as the CAC 40 index rose 17.39 to

India turns a blind eye and goes it alone

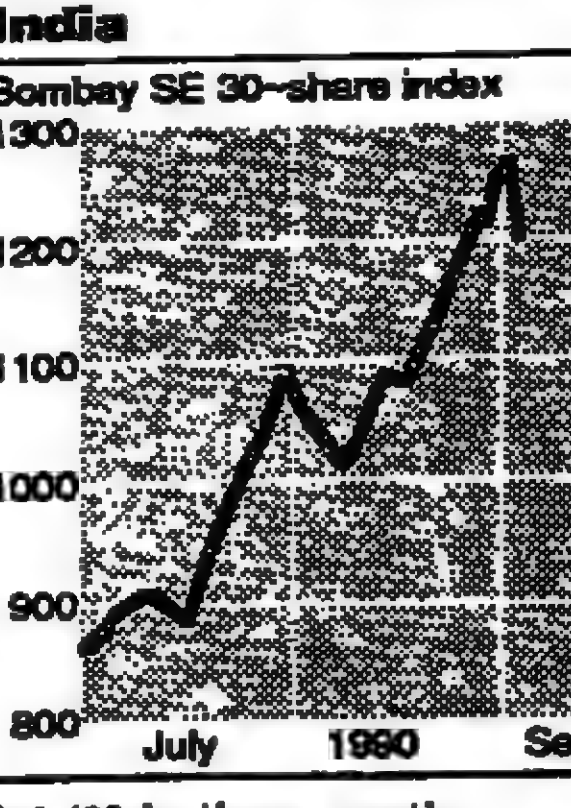
R.C. Murthy on the background to the record-breaking run in India's stock markets

INDIAN STOCK markets are in a strong bull phase, their longest ever, and Bombay has been hitting records during August and the early part of this month.

Indeed, Bombay, India's largest market, accounting for half of total national trading, has been rising at such a pace that the stock exchange authorities introduced a further range of trading curbs on Monday in an attempt to cool the market down. These produced a 4.7 per cent fall on Tuesday, but the market was almost unchanged yesterday.

Traders have been seeing everything as rosy. The Indian markets have been moving in stark contrast to the gyrations of other world stock markets, which have been worried by the dangers of war in the Gulf.

Traders view the hardening world petroleum product prices as favourable, and shares of Reliance Industries and India Glycol, which languished until recently, have doubled. The



Bombay SE 30-share index

polyester fibre raw materials made by the two companies will now become more competitive, enhancing the companies' profits. Reliance had surged to Rs200 (\$11.40), standing now at Rs168, from the nadir of Rs60 touched four months back, and India Glycol had risen to Rs60 from Rs32.

The BSE index has gained 134 points or 12.6 per cent over the past five weeks, closing yesterday at 1,200.76. The total rise since the start of July has been about 340 points or 40 per cent.

The bull phase began in mid-June, propelled by strong speculative buying in Associated Cement Companies (ACC), India's largest cement producer. The market welcomed the news that Mr Darbari Seth, a high-flying executive from the Tata group of companies, was taking control of ACC, and intended to turn the concern into a more vibrant company. Its shares had quadrupled from less than Rs350 to

ASIA PACIFIC

Selling by investment trusts hits Nikkei

Tokyo

THE NEGATIVE external environment continued to cast a dark cloud over the market yesterday, and widespread selling by investment trusts and arbitrageurs took share prices sharply lower in listless trading. The Nikkei average lost more than 1,300 points before partially recovering towards the close, writes Michelle Nakamoto in Tokyo.

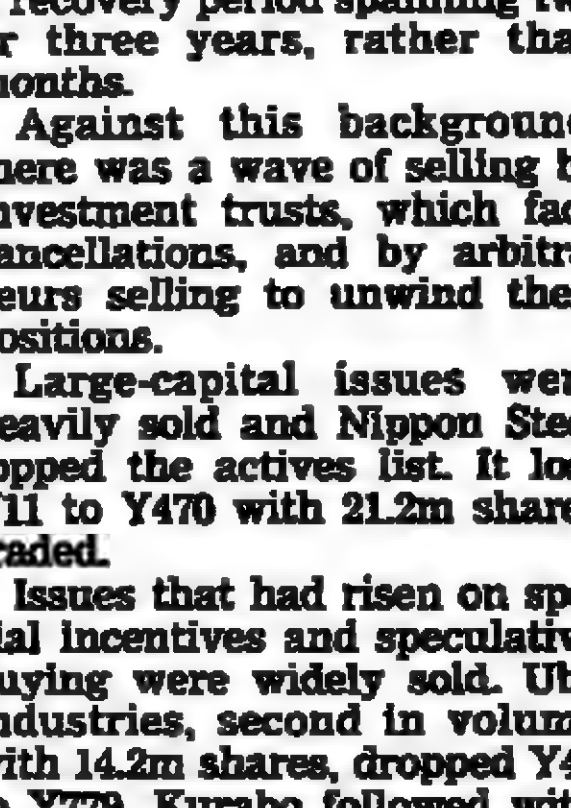
Selling hit the market in early trading, led by falls in the futures market, and continued unabated throughout the day. At one stage, the Nikkei average had lost 1,367.13 points as it tumbled below the psychologically important barrier of 24,000 to a new low for the year of 23,640.52. At this level, buying picked up and helped the Nikkei to recover to finish the day down 829.31 at 24,078.34. The high was 24,588.27.

Declines outstripped advances by 951 to 62, while 71 issues were unchanged. Turnover was paltry at 380m shares, although up moderately from Tuesday's 330m. The Topix index of all listed stocks fell 50.30 to 1,868.08, but in London trading the ISE/Nikkei 50 index rose 12.59 to 1,404.72.

ADIDAS was one of increasing gloom as the outlook for the market remained bleak. Inflationary pressures were expected to mount as the Middle East crisis stretched out and prospects for a settlement remained discouraging. One Japanese analyst pinned the blame for yesterday's fall on rumours that there could be an all-out war in the Middle East.

But the greater concern for the moment was the inflationary impact of prolonged Gulf sanctions. Higher oil prices looked set to stay for some time, and the Japanese oil industry indicated that it was prepared to fight for price increases in spite of intense opposition from some corners of the Government.

There have been reports that the domestic prices of raw materials were likely to head higher in the October to



Nikkei Average (000's)

a recovery period spanning two or three years, rather than months.

Against this background, there was a wave of selling by investment trusts, which face cancellations, and by arbitrageurs selling to unwind their positions.

Large-capital issues were heavily sold and Nippon Steel topped the active list. It lost Y11 to Y470 with 21.2m shares traded.

Issues that had risen on special incentives and speculative buying were widely sold. Ube Industries, second in volume with 14.2m shares, dropped Y45 to Y779. Kurabo followed with 12.3m shares and declined Y100 to Y1,720.

Large-capital electricals lost ground, although expectations of strong earnings remained. Toshiba fell Y10 to Y30, in spite of a newspaper report that it was likely to post a 6.5 per cent increase in recurring profits.

In the general downturn, Sumitomo Metal Mining was actively pursued and gained Y80 to Y1,270 on the news that it had found a new gold vein. The Tokyo Stock Exchange

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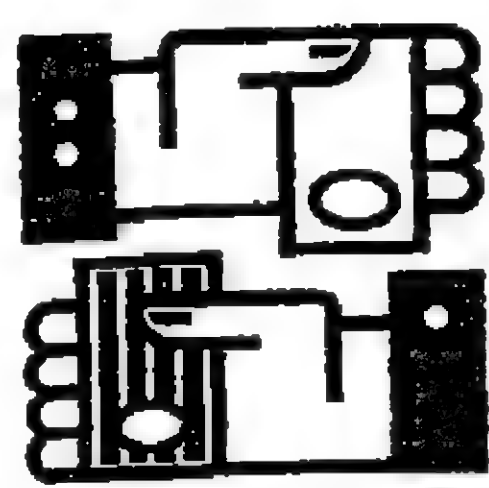
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FT-ACTUARIES WORLD INDICES														
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NATIONAL AND REGIONAL MARKETS														
Figures in parentheses show number of lines of stock	US Dollar Index	Day's Change %	Pound Sterling Index	Yen Index	DM Index	Local Currency Index	% Chg on day	Gross Div. Yield	US Dollar Index	Pound Sterling Index	Yen Index	DM Index	Local Currency Index	Year ago (approx)
Australia (60)	143.53	-0.5	113.37	130.29	118.17	116.96	-0.8	6.30	144.27	114.19	130.08	118.85	117.88	126.55
Austria (19)	217.38	-1.9	171.70	197.32	178.96	178.21	-2.2	1.63	221.58	175.38	200.98	182.52	182.21	285.63
Belgium (51)	138.73	-1.7	108.62	125.97	114.26	111.40	-1.6	5.20	141.20	111.77	128.07	116.32	113.17	150.02
Canada (119)	132.65	-1.0	104.78	120.41	109.20	111.57	-0.3	3.64	133.97	105.05	121.52	110.35	111.85	152.81
Denmark (39)	256.81	-0.4	202.69	232.59	211.25	210.80	-0.7	1.41	257.69	203.97	233.75	212.27	212.38	277.82
Finland (23)	121.01	-0.4	95.58	109.85	101.98	94.25	-0.7	2.31	121.62	101.30	110.13	100.13	94.91	152.29
France (123)	135.61	-1.2	107.12	123.05	111.63	112.90	-1.2	3.83	137.25	108.64	124.49	113.08	113.16	129.49
West Germany (82)	120.84	-0.9	95.45	109.70	98.48	99.48	-1.0	2.27	121.97	96.55	110.05	100.48	100.48	144.53
Hong Kong (48)	125.03	-0.3	98.76	113.49	102.94	124.86	-0.3	5.21	125.45	99.30	113.79	103.35	125.06	147.49
Ireland (17)	147.40	-2.1	116.43	133.80	121.34	122.64	-2.0	3.54	153.55	116.13	136.52	123.98	125.11	188.57
Italy (56)	87.73	-2.2	68.30	79.83	72.22	77.38	-1.9	3.05	89.96	70.97	81.32	73.86	78.91	109.26
Japan (454)	126.45	-1.5	95.88	114.78	104.11	114.78	-1.8	0.74	128.52	102.05	116.94	106.21	116.94	197.26
Netherlands (39)	220.22	-0.8	173.95	199.89	181.29	227.98	-0.5	2.80	221.30	175.17	200.73	182.30	229.10	250.81
Mexico (13)	515.71	-1.0	407.35	468.12	424.57	483.23	-1.0	0.32	521.18	412.54	472.76	429.34	484.52	561.31
Norway (42)	136.07	-0.7	106.69	122.60	111.20	110.04	-0.8	5.18	135.99	107.84	122.35	112.03	110.73	149.03
New Zealand (17)	61.40	-2.3	48.54	55.78	50.59	52.86	-2.5	6.76	62.93	49.81	57.08	51.84	54.27	75.36
Sweden (23)	264.17	+0.5	208.68	238.80	219.81	219.81	+0.4	2.82	262.77	207.98	228.38	218.47	218.18	285.18
Singapore (26)	172.70	-1.2	136.41	156.78	142.17	140.31	-1.3	2.98	174.77	138.34	158.53	143.97	142.19	209.24
South Africa (90)	152.35	-1.0	148.88	161.89	148.82	152.58	-1.0	3.78	160.22	142.64	163.45	148.44	154.18	251.39
Spain (42)	152.67	-1.8	120.59	138.58	128.88	114.33	-1.5	4.81	155.05	122.73	140.84	127.72	116.05	192.25
Switzerland (54)	195.72	-1.2	154.59	177.66	161.13	168.12	-1.3	2.39	198.08	156.79	179.88	163.17	170.37	234.93
United Kingdom (68)	94.33	-1.7	74.51	85.63	77.67	77.02	-1.6	3.73	95.87	75.96	87.08	79.07	78.30	109.77
USA (536)	161.40	-0.6	127.42	146.50	132.96	142.49	-0.9	2.51	161.57	104.22	119.45	106.46	120.73	181.84
World Ex. Japan (1910)	130.27	+0.1	102.90	118.25	107.25	130.27	+0.1	3.76	130.17	103.03	118.08	107.23	103.03	123.82
Europe (677)	138.25	-1.0	109.20	125.49	113.62	111.56	-1.1	4.14	139.63	110.53	126.66	112.03	112.76	157.65
Nordic (116)	198.66	-0.6	156.92	180.33	163.55	160.13	-0.8	1.90	199.81	158.24	181.33	164.08	161.48	223.29
Pacific Basin (163)	126.25	-1.8	115.24	130.24	104.32	115.01	-1.8	1.13	129.29	102.34	117.28	106.51	117.07	192.75
Europe-Pacif (163)	131.90	-1.6	104.18	118.72	108.56	114.31	-1.6	2.42	133.55	105.95	121.40	110.26	116.72	174.19
North America (655)	130.32	+0.0	102.94	118.31	107.31	128.08	+0.1	3.77	130.31	103.15	118.21	107.38	128.99	144.83
Europe Ex. UK (676)	123.42	-1.2	97.49	112.08	101.93	101.88	-1.2	3.26	124.96	98.39	113.38	102.98	103.17	145.82
Pacific Ex. Japan (205)	132.10	-0.6	104.34	119.83	108.74	114.45	-0.6	5.57	132.90	105.20	120.97	109.78	115.95	146.72
World Ex. UK (1828)	132.60	-1.4	104.74	120.37	109.17	115.00	-1.4	2.47	134.53	105.48	122.04	110.83	116.55	173.77
World Ex. UK (203)	127.75	-1.0	100.91	115.97	105.19	119.03	-0.9	2.62	129.00	102.11	117.02	106.27	120.14	162.00
World Ex. So. Af. (2204)	130.45	-0.8	103.94	116.93	107.41	118.53	-0.9	2.51	131.57	104.22	119.45	106.46	120.73	181.84
World Ex. Japan (1910)	134.27	-0.4	106.05	121.90	110.56	122.60	-0.4	3.99	134.86	109.75	122.34	111.11	123.16	151.59
The World Index (2364)	130.75	-0.9	103.27	118.68	107.54	119.85	-0.9	2.92	131.96	104.46	119.71	108.72	120.96	162.05

MANAGEMENT BUY-OUTS

Thursday September 6 1990



The buy-out industry enters the 1990s in a chastened mood with the emergence of problems at several recent buy-outs. However, Charles Batchelor reports that, while the large, highly-leveraged deals have fallen out of favour, there is still scope for the smaller transaction

Pace drops in the slow lane

AFTER NEARLY a decade in the fast lane the management buy-out industry has slowed to a less exhilarating but probably safer speed. The collapse last month of Lowndes Queensway, Britain's second largest carpets and furniture retailer, and the refinancing of MFI and Magnet have left their backers feeling decidedly car-sick and persuaded others in the sector to throttle back a notch or two.

The seemingly unstoppable upward progress in the size of buy-outs and buy-ins - MFI for £718m in 1987, Reedpack for £806m in 1988 and Gateway for £2.57bn last year - has been replaced by a steady stream of more modestly priced deals. Levels of buy-out activity seem certain to drop in 1990 after nine years of unbroken growth.

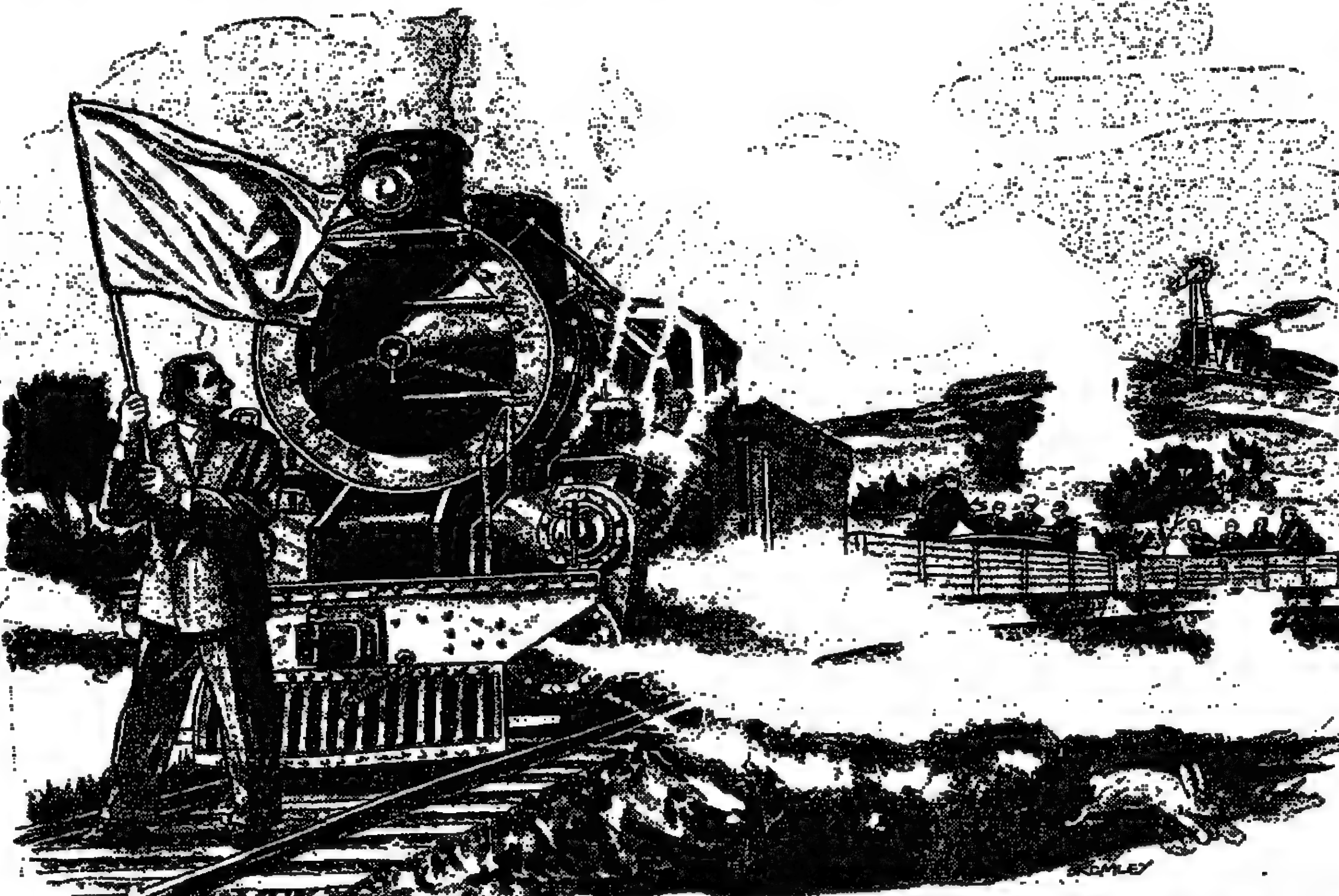
"We wouldn't grieve if we filed our fund with deals of between £30m and £50m," says Mr Robert Smith, architect of the then record-breaking MFI buy-out and now chief executive of Morgan Grenfell Development Capital. Morgan Grenfell completed the raising of a £145m fund to back larger deals last April and is raising a £30-£50m fund to finance smaller buy-outs.

Buy-outs of publicly-listed companies - which prompted

a storm of protest from institutional investors concerned at the potential misuse of inside information by managers - have practically dried up. This has left the finance teams to concentrate on private company deals and disposals of parts of larger companies.

Twenty-four large management buy-outs (those valued at £10m and more) were completed in the first six months of 1989 compared with 36 in same period, according to accountants Peat Marwick Mainwaring. The value of deals in the first half of this year fell 35 per cent to £1.28bn from £1.97bn in the same period of 1988. This total included £280m worth of small deals (worth less than £10m) compared with £300m last year.

The main dampers on buy-out activity have been the high level of UK interest rates and the down-turn which is being experienced predominantly in the consumer-related sectors. This has made the banks far less willing to finance highly-leveraged deals and forced vendors for the most part to screw down their price expectations. "Power has shifted from the equity providers to those who can provide the debt," comments Mr Olivier Descamps, managing



director of Chase Investment Bank.

Banks will rarely finance a buy-out with a debt-to-equity ratio of more than 2:1 compared with the average level last year of 5.3:1 (3.4:1 if the exceptional Gateway deal is excluded). Even more significant, the crucial ratio for the banks has become the degree to which profits cover interest charges. Before the set-backs of 1989 banks would finance deals offering cover of 1.1 to 1.3 times earnings but now insist on two times earnings, says Mr Smith.

In spite of the downturn in the buy-out sector concentration on the problems of one or two large deals has tended to exaggerate the industry's woes. Companies - and increasingly, receivers - are disposing of a steady stream of smaller businesses to willing buyers. Hozelock, the garden products group; The British School of

Motoring; and more than 300 Wimpy fast food restaurants have all been acquired by management teams in recent months.

At the same time the profits that can be made from buy-outs, by both managers and backers, were vividly illustrated by the sale in June of Reedpack, a paper and packaging group, to Svenska Cellulosa of Sweden for £1.05bn. Managers earned 34 times their initial stake while institutions made 2½ times their original investment in just two years.

Many people in the buy-out sector believe the continuing economic recession will increase the amount of buy-out and buy-in activity. This is given additional credence by the fact that seven or eight buy-out funds are believed to be raising new capital. "High interest rates have begun to squeeze companies," comments Mr Roger Brooke,

chief executive of Candover Investments. "If they want to get the burden of interest charges down and preserve their core business they will have to sell off operations. We have seen a tremendous increase in buy-out proposals made to us since March."

Many buy-out specialists see future growth coming from buy-ins - where outside managers come into the company - rather than from the traditional buy-out. This suits the deal-makers because finding a buy-in team and matching it with a target company puts a greater premium on their skills.

"It puts us in the position of active dealmaker and allows us to become more closely involved in setting out the terms of the transaction," comments Mr David Shaw, managing director of County NatWest Ventures. It spurs the competing deal-makers the need to

face a "beauty parade" to win the contract, he says.

MMG Patricof, a London-based venture capital group, takes buy-ins further than most by acquiring businesses outright and putting its own in-house management team in charge for the first year or so. Patricof directors are in charge at James Neill Holdings, the publicly-quoted hand tool manufacturer acquired last October.

In spite of this enthusiasm for buy-ins they are more risky (though, if successful, more rewarding) than buy-outs because the new managers are less familiar with the business. They are also more difficult to arrange.

Candover attempted to arrange a buy-in at Coloroll after the home furnishings group had gone into receivership but could not put together a management team in time, says Mr Brooke. "It is a float-

ing population (of potential buy-in managers)," he explains. "If the manager gets a job he is gone from the market."

While Britain remains the leading market for management buy-outs in Europe, activity is increasing on the continent. A total of 2,982 buy-outs and buy-ins were completed in the UK between 1980-89 compared with 430 in France, 245 in The Netherlands and 111 in West Germany, according to Nottingham University's Centre for Management Buy-out Research.

UK-based deal-makers are continuing to raise funds for investment in continental Europe. Charterhouse Development Capital linked up with Banco Santander de Negocios last year to raise a £32m fund for investment in Spain while Granville is raising a fund in France.

The activity of the UK-based deal-makers in southern Europe and the large sums of money they have available has pushed up the prices of deals in Spain and Italy, says Mr Descamps of Chase Investment, which recently raised an Italian fund.

Parallel with this expansion in continental Europe has come an increase in activity in the UK regions outside the south-east, traditionally the centre of most buy-out (and venture capital) activity.

London and the south-east have lost out because most of the larger buy-outs - those most affected in the downturn - have been arranged by the more sophisticated, London-based financial groups. Smaller deals have continued to be done however producing a shift in relative levels of activity to the regions. In addition, the economic recession has been most evident in the south-east.

In spite of the difficulties facing the buy-out industry most of the leading players remain optimistic that activity will increase again and that public companies will again go private by means of buy-outs or buy-ins. According to one deal-maker "the sheer misery" of being a small publicly-quoted company with a low market rating and pressure to perform mean this market is bound to revive.

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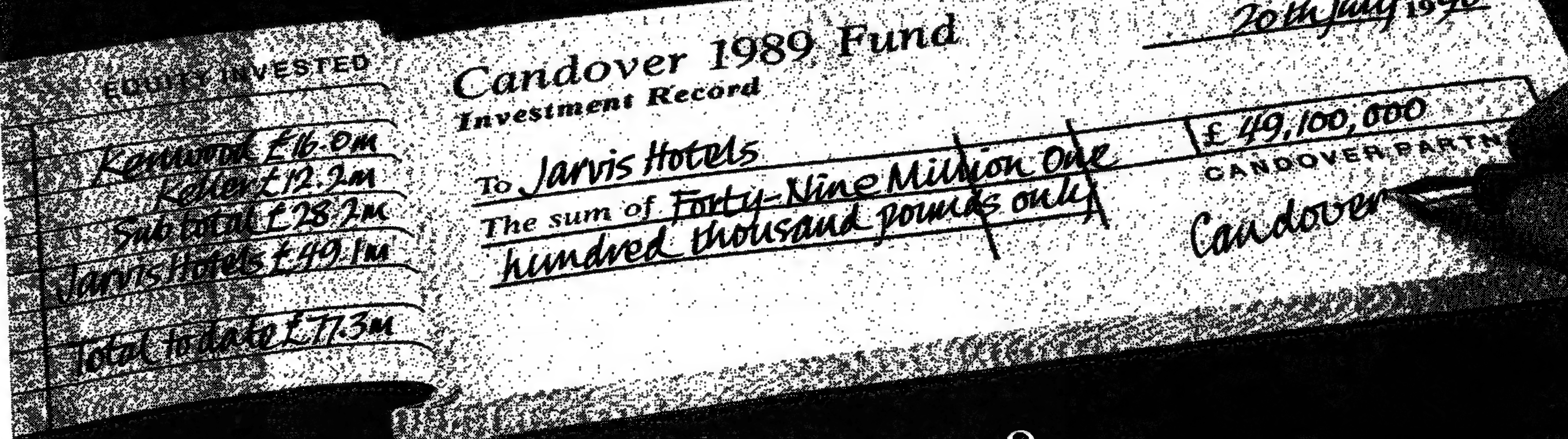
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Editorial Production: Phillip Halliday, Andrew Slade

Another investment by the UK's leading dedicated Fund.



Who's next?

With the backing of Candover's expertise, experience and capital, Embassy Hotels - the hotel division of Allied Lyons PLC., - has been purchased by Jarvis Hotels Ltd., in a £186 million management buy-in. This transaction was organised by Candover with £49 million of the £92 million equity raised being supplied by the 1989 Fund and Candover.

Dedicated to larger Transactions
This is the third major investment

by the 1989 Fund; with over £300 million of equity to invest, the Fund is the largest ever raised, solely dedicated to larger buy-outs and buy-ins in both the UK and Europe, where the Company has formed strong associations with Joint Venture companies in France, the Netherlands and Germany.

Proven Track Record

As the UK's leading MBO specialist, Candover's track record speaks for itself.

We've already organised and financed over 45 successful management buy-outs, buy-ins and delistings.

We Should Start Talking

There is a strong demand for investment and advice and we are continually discussing potential management buy-outs, buy-ins and delistings with company directors and managers - both buyers and sellers - as well as advisers. Especially now that corporate buyers are less easy to find.

If you think you could be next, contact Roger Brooke or Stephen Curran on 071-583 5090.

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Source: FPMG
1997 August 28

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Charles Batchelor unscrambles the trade jargon

Pay due diligence to the lemons, plums and kickers

EVERY trade or profession has its technical terminology or jargon and the management buy-out sector is no exception. Buy-outs in Britain have traditionally been handled by venture capitalists, so some of the terms derive from the venture and development capital areas. Others have their origins in the world of corporate finance. Whatever their provenance, they can sometimes prove confusing to management buy-out teams, most of which have no previous experience in this field.

Bought deal: Term used when a deal maker provides all of the finance needed for a buy-out deal and then sells on or syndicates part of the funding to other investors at a later stage.

Bought deals: are often used by the larger providers of finance when speed or confidentiality are particularly important.

Bridge financing: Short term funding provided when a company is about to raise a new round of equity or is about to go public.

Caps, collars and cylinders: Clauses in buy-out deals which limit the extent to which the interest rate charged on borrowed funds can rise or fall. They can provide a safeguard against borrowing costs rising to the point where they endanger the company.

Such agreements usually have a limited life of one or two years.

The longer the period of cover, the more expensive the collar or cap.

Carried interest: A stake taken in the investee company by the venture capital or buy-out fund managers. Carried interest can be in the form of options.

Deal flow: The rate at which investment propositions come to the deal-maker or financier.

Many financiers claim to select only one deal in 50, though some appear to treat flow numbers as a sort of virility symbol.

Development capital: Later stage finance for more established companies which are profitable or nearly profitable. It is generally less risky than early stage finance.

Due diligence: Detailed analysis and appraisal of the background of the entrepreneur and his business plan.

Earn out: This term is used to describe either a formula for relating the final purchase price of a company to actual future earnings, or a means of encouraging management to perform by payment on the basis of their future performance (see also *ratchet*).

Equity kicker: An option to acquire equity often granted to the provider of mezzanine finance (qv) to compensate for the higher risk involved in this type of funding.

Exit: The point at which the financier sells his holding in the buy-out company either

through a trade sale to a larger company, by the management buying out the other to assume complete control, or by a stock market flotation.

It is essential in management buy-outs that the managers and financial backers agree from the beginning on the exit strategy.

Gearing or leverage: Borrowings as a percentage of shareholders' funds.

Internal rate of return (IRR): Different people work this out in different ways, but the term IRR generally refers to the annual rate of return to the investor over a given period, including dividend distributions and the profits shown on a fair valuation of the buy-out company.

Junior debt: Loans which rank after secured or senior debt for repayment in the event of a default.

Junk bonds: High yielding but unsecured and therefore high risk debt used in US buy-outs.

Being in bond: rather than loan form junk bonds can be bought and sold more readily than their UK equivalent, mezzanine loans (qv).

Lead investor: Venture capitalist or other deal-maker with the largest share in the syndicated investment.

He usually initiates the deal and takes a hands-on role on behalf of the other partners.

Lemons and plums: Bad deals and good. 'Bad' investments usually go wrong before the good ones produce a profit: the lemons ripen before the plums.

Living dead: Companies which are just about trading profitably but which are unlikely to really well.

A slightly dated term used about investments the deal-makers prefer to forget.

Leveraged buy-out: Similar to a management buy-out though usually applied to US deals where the transaction will have been initiated by a financial group rather than the management.

The name refers to the high level of borrowing which the company takes on, using the assets being purchased as leverage.

With the financiers taking a lead role in some of the large buy-ins and buy-outs of public UK companies the term is also sometimes applied to UK deals.

Management buy-in: An offshoot of the management buy-out industry. The purchase of a business by one or more outside managers with the help of a group of financial backers.

The term is now applied somewhat indiscriminately to any bid involving a well known City figure, on the grounds that buy-ins sound more constructive than hostile takeovers.

Because buy-ins involve an outside management team which does not know the company as well as a buy-out team



would they be riskier but, if successful, more lucrative for the backers.

Management buy-out: The purchase of a business by its existing management with the help of a group of financial backers. The managers put up a relatively small amount of the total finance but usually gain a disproportionately large share of the equity. Buy-outs are funded largely by loans secured on the assets of the company itself.

Mezzanine finance: Unsecured loans which rank after secured or senior debt but before equity in the event of the company failing. To compensate for the greater risk to the lender, it usually earns interest one to three percentage points above secured loans.

and often carries an equity 'kicker' to give the lender a stake in the equity.

Newco: The buy-out is usually carried out through a newly created company normally referred to as Newco.

Ratchet: An incentive arrangement whereby the managers get a bigger share of the equity if the venture performs well. Sometimes managers forfeit shares if they do particularly badly (see also *Earn-out*).

Replacement capital: When an entrepreneur sells some of his shares to raise money or because he wants to pull out of the venture, the cash he receives is known as replacement capital.

Second-round financing: is becoming increasingly available to provide funds which buy-outs which have done particularly well and which want to restructure their finances or raise new money for investments on more favourable terms.

It is usually provided by the original financiers but in some instances management teams have turned to new backers. It may also be available to buy-outs which have performed less well than expected and which need extra funds, in which case it often goes hand in hand with a change of management.

Senior debt: Secured debt which ranks first in terms of repayments in the event of a default. See also *Junior debt*.

Slippage: This is what happens when the buy-out company starts to eat up more cash than expected because development costs exceed budget or sales grow too slowly.

Star: A company which is so successful that it pays for all the failures in a financier's portfolio many times over.

Stub equity: A stake which the vendor retains in the bought-out company.

This allows the vendor to share in good performance, and if the bought-out company performs spectacularly means that he can demand to his own shareholders he did not sell the company too cheaply.

Used in only 2 per cent of deals in 1986, stub equity now features in more than half (see also *Vendor Finance*).

Syndicated investment: An investment which is too large and risky to be handled by one investor and which therefore needs to be shared among several partners.

All but the very large investors syndicate their deals.

Vendor finance: Finance provided by the vendor in the form of an agreement to accept deferred payment or, alternatively, a retained minority stake in the bought-out company. See also *Stub Equity*.

Venture capitalist: Deal-maker who provides funds and advice to entrepreneurs either starting a business from scratch or staging a management buy-out.

The failure of many start-up companies backed in the early days of the venture capital industry has persuaded many venture capitalists to concentrate on later stage investments, more properly known as development capital, and on buy-outs.

WE'VE GOT THE KNOW-HOW, WE'VE GOT THE FINANCE AND WE'VE GOT A BUSINESS PLAN. WHAT WE NEED IS SOMEONE WITH THE CUTS TO TELL THE BOSS



Leading Accountants

	1981/86	1987/88	1988/89	Total
KPMG Peat Marwick McLintock	36	28	31	95
Coopers & Lybrand Deloitte	15	15	14	44
Touche Ross/Spicer & Oppenheim	4	16	12	32
Pricewaterhouse	5	6	20	31
Ernst & Young	5	9	12	26
Arthur Andersen	6	7	9	22
Other	4	3	9	16
None/not known (duplication)		4	1	5
	75	88	108	271

Source: KPMG Peat Marwick McLintock
15th August 1990

Leading Equity Investors

	Number of investments in larger MBOs			
	1981/86	1987/88	1988/89	Total
3i	31	23	14	68
County NatWest	14	23	18	55
CIN	22	18	11	51
Charterhouse	14	22	12	48
Citicorp	15	17	14	46
Prudential	20	13	10	43
Electra	24	11	2	37
Midland/Samuel Montagu	11	18	7	36
Philcrow	5	13	16	34
Lloyds DC	11	10	12	33
Barclays DC/BZW	10	13	9	32
Globe	11	15	5	31
Candover	13	10	7	30
Legal & General	15	7	7	29
Kleinwort Benson	11	10	6	27
Mercury	5	14	8	27
Schroders	9	8	3	20
Murray Johnstone	11	3	5	19
MIM	6	6	6	18
Bankers Trust	5	6	1	16
ECI	9	5	2	16
Hill Samuel/Fountain	8	3	2	13
Foreign & Colonial	8	8	5	21
SPHG Equity/SecPac	7	4	2	13
SUMIT	7	9	3	19
Standard Chartered/CWB	7	1	3	11
Scottish Eastern	3	3	4	10
Granville	9	1		10
Norwich Union	3	5	2	10
Sun Life	1	7	1	9
Standard Life	1	4	1	6
Fleming	3	1	3	7
Gartmore	4			4
Rothschild	6	2		8
Bank of Boston	4	3	1	8
Commercial Union	2	4		6
APAMMG Patricof	1	3	2	6
Causeway Capital	1	3		4
Eagle Star	6			6
Gresham	4	2		6
Ivory & Sims	2			2
Morgan Grenfell	2		4	6

Source: KPMG Peat Marwick McLintock
15th August 1990

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£1.56 MILLION

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(Health Spas - France)

£30.00 MILLION

Embassy Hotels Limited
(U.K. Hotels)

£7.25 MILLION

Flex Holdings B.V.
(Employment Agencies - France, Benelux)

£4.30 MILLION

Healthcall Group PLC
(Doctors' Deputising Services)

£2.00 MILLION

Kingfisher Leisure PLC
(Leisure Outlets)

£10.50 MILLION

Magnus Holdings Limited
(Housebuilders)

£2.95 MILLION

Northumbria Inns Limited
(Public Houses)

£4.29 MILLION

Periquito Hotels Limited
(U.K. Hotels)

£28.45 MILLION

The Summit Group plc
(Leasing and Financial Services)

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£5.70 MILLION

Citius Private Equity Fund
Spain

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Italian Private Equity Fund
Italy

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The Bricom Group Limited

£3.09 MILLION

Video Arts Limited

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RE-FINANCING - MANAGEMENT BUY-OUTS - EXPANSION CAPITAL - MANAGEMENT BUY-INS

MANAGEMENT BUY-OUTS 4

PROFILE: Lexterten

Leading Solicitors

	1981/86	1987/88	1988/89	Total	Acting for:
					Deal Leader Managers
fford Chance	21	28	32	81	59
urst Morris Crisp	16	11	10	37	28
& Overy	6	11	13	30	23
ert Smith	10	7	6	23	14
fields	11	6	4	21	18
nter & May	12	6	1	19	9
al	4	7	7	18	18
anes	2	7	9	18	13
kinson	4	4	6	14	2
Markby Hewitt	3	2	9	14	11
ite Durrant	2	6	6	14	8
J Wells & Hind	3	3	6	12	1
ose	6	1	5	12	6
win	1	5	6	12	5
in Minto	3	4	4	11	3
Kenneth Brown	3	2	5	10	1
aters & Paines	4	4	2	10	6
mpson & Curtis	1	1	9	11	5
avers Smith Braithwaite	3	5	1	9	1
Nabarro Nathanson	1	7	1	9	7
Wragge & Co	1	5	2	8	2
Dibb Lupton Broomhead	2	3	1	6	1
Wilde Sapie	1	3	2	6	6
McGrigor Donald	3	3	2	8	3
Berwin Leighton	1	3	2	6	2
Dundas & Wilson	4	4	4	12	2
Kimbell & Co	2	2	2	6	4
Simmons & Simmons	1	3	4	8	4
Taylor Joynson Garrett	1	3	4	8	3
Theodore Goddard	2	2	2	6	4
Others	24	28	48	100	19
None/not known/(duplication)	3	1	8	12	4
	150	176	216	542	271

Source: KPMG Peat Marwick McLintock
15th August, 1990

'Only once in a life-time'

THE NATURE of a management buy-out means it's something you do only once in your life-time, says Mr Philip Gee, managing director of Lexterten Holdings, the Kent-based manufacturers of reproduction furniture.

For that, he is probably eternally grateful. Lexterten completed its management buy-out from the specialist niche retailers Era Group in April 1990. It came after almost one year of protracted negotiations which in the later stages became highly acrimonious among Era shareholders, culminating in the resignation of two directors and the chairman. "Nightly I feared it would all fall through from Era's side," admits Mr Gee.

Lexterten had been purchased by Era in 1987. In that year Lexterten's turnover rose to £14.3m providing a trading profit of over £1m.

In 1988, there was a management buy-in of Era by the ex-

management of Combined English Shores. At around the same time the profits fell.

Turnover in 1988 increased to £15.5m but the company made a trading loss of just under £1m.

The company's prospects for 1989 looked bleak. Era decided it was time to get out and in May 1989 Lexterten was put up

for sale. Era's fears for Lexterten's results came true. Turnover for 1989 was £14.7m with a trading loss of £2m.

Mr Gee, who joined Lexterten in July 1988 having previously been a divisional director of Booker, blames the company's losses on a number of factors.

"The whole retail market had gone down badly. In order to keep our sales up and manufacturing steady, we had to discount heavily on prices and margins suffered accordingly," he says.

In the meantime, Lexterten's cost base went up - partly due to inflationary pressures but mainly as a result of being taken over by Era.

"Prior to the acquisition the company had been entrepreneurially run on a shoe-string and with no middle-management," explains Mr Gee. With the advent of Era came a new management structure put in place largely to answer the parent company's needs for the future planned expansion of the company.

As soon as the company was put on the market, Lexterten's management started putting together a deal to purchase it.

Era were asking for over £8m. The management offered £4m. "It's what we valued it at and what we could raise," says Mr

Gee. The offer was rejected and the management began to show other prospective buyers round the company.

Mr Gee believes that two or three offers were made to Era by other contenders. As high interest rates had an impact on consumer spending, the retail market and the furniture sector in particular looked gloomier and gloomier. The bid prices for Lexterten gradually came down.

With a situation which was beginning to take on the trappings of a farce, the management kept "butting in with the odd bid price, with our bid coming down as other bid prices came down." The management talked with a handful of venture capitalists before gaining the support of County NatWest Ventures and Candover Investments for the buy-out.

Mr Gee admits that several were wary of Lexterten, having seen other groups in the same sector such as MPI and Lowndes Queensway (which has since gone into receivership), suffer.

By February 1990, Lexterten's management and Era appeared to have reached agreement.

A £5.1m financing package was arranged to acquire Lexterten and provide funds to turn the business around. It comprised £3.1m of equity finance of which Era provided £1.5m in preference shares (convertible to 10 per cent of equity by 2000); £1.5m (representing 70 per cent of the equity) from County NatWest Ventures and Candover Investments; and £100,000 from Lexterten's four principal managers.

The management took over a bank debt of £2.5m at Barclays Bank and gave a £2m loan facility at County NatWest. A further company debt of just over £2m was written off by Era. Era intended to sell the shares in Lexterten to its management for a nominal £1. Era and Lexterten's management exchanged contracts. Then all hell broke loose.

An objection to the terms of the sale came from Mr David Llewellyn the founder of Lexterten. He was chairman of the company until the end of 1988. He attempted to put forward an alternative offer and led a group of Era shareholders opposed to the sale.

A circular was sent to all shareholders objecting to the proposed management buy-out and urging shareholders to vote against it.

In April, an extraordinary

general meeting was held in which shareholders did agree to the sale. However, two Era board directors (who had supported the management buy-out) resigned and three new non-executive directors were appointed - at least one of whom was a supporter of Mr Llewellyn. Shortly after, Era's chairman, Mr Murray Gordon also resigned. All those who left the board had been former Combined English Shores executives involved in the 1987 buy-in.

Mr Gee is extremely reticent about discussing the machinations of the last months of the sale - not least of all because Era remains a shareholder. However he does admit: "It was a nail-biting time. In this situation the strings are pulled by the vendor and the controversy was all within Era. We didn't know what was happening and picked most of it up from the press."

He believes the management struck a good deal. "The real cost of the acquisition was the £2.5m debt we incurred. This sum is a considerable reduction on the initial offer of £4m but fairly represents the worth of the business given the deteriorating state of the furniture market."

The relationship with Era continues. "We've remained friends in spite of everything," says Mr Gee, choosing his words carefully.

"They're supporting us in the business we're managing. If we want help, they do give it willingly."

Since the buy-out, Mr Gee and his management team have been instigating a programme aimed at putting the company back on the road to recovery. In an attempt to substantially reduce overheads it sold one of its five factories to management for an undisclosed sum.

The factory will now act as a supplier also selling its products to other companies. The London distribution point has been closed and two factories in Broadstairs have been amalgamated. In total, 50 redundancies have been made bringing the number of employees to 430.

Mr Gee expects Lexterten to be providing profits by mid-1991. "We've got a very good team now to turn the company around," he says. Talking about past unhappy times is not something Mr Gee is particularly interested in. He has his sights firmly fixed on the future.

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Charles Batchelor expects the number of public sector buy-outs to increase

Local authorities offer potential

MANAGERS in state-owned businesses and local authority departments might not fit the image of the thriving entrepreneur but many public-sector managers have staged buy-outs in recent years. To a Government committed to a policy of privatisation and of trimming local authority influence the buy-out has proved a convenient way of disposing of unwanted public activities.

A total of 126 UK public sector buy-outs have been completed over the past decade, according to Nottingham University's Centre for Management Buy-Out Research. These include 39 buy-outs from the National Bus Company, 19 from local authorities and 12 from the National Enterprise

Board (subsequently renamed the British Technology Group). Deals have ranged from the very large and spectacularly successful employee buy-out of National Freight Corporation for £53.3m in 1982 (floated six years later at a valuation of £890m) to more modest deals involving the refuse collection and street cleaning services of a number of local boroughs.

While the mid-1980s were dominated by disposals of the bus companies and the non-core businesses of state-owned groups such as BL/Austin Rover, British Steel and British Shipbuilders, the end of the decade saw a shift in emphasis to disposals of local authority services.

when public sector buy-outs accounted for 11.6 per cent of all buy-out deals by value, they had fallen back to just 2 per cent in 1989, reflecting the shift to smaller local authority

Local authority buy-outs face a number of problems

deals. But with the potential for local authority buy-outs barely touched by the 19 deals recorded to date the likelihood is that numbers and values will once again increase.

However, local authority buy-outs face a number of

problems in addition to those which confront a deal involving a commercial company. There is likely to be a greater culture shock for managers because the people who go into the public service sector are not usually motivated by profits and have for the most part no experience of working in a commercial environment.

Some local authority departments have effectively one contract with one customer so lack the breadth of business needed to operate as an independent company. Working practices may need to be radically altered and the workforce may have to be cut.

Just as some of the early buy-outs prompted charges

that public assets were being sold off too cheaply some of the more recent deals have aroused concerns that community charge payers' interests were not being adequately protected. The slow build-up in the numbers of local authority buy-outs reflects the sensitivity of transactions in this sector, says the Nottingham Buy-Out Centre.

Great care must be taken in ensuring that the public interest is protected both in terms of the price which the buy-out team pays for the business and in the quality of services provided when the local authority remains a customer of the bought-out company, it said.

The public interest can be protected by ensuring competitive bidding, "ratchets" which mean the price paid is dependent on performance; retained equity stakes; and by limiting the duration of commercial contracts, said Mr Mike Wright of the Buy-Out Centre.

Two recent reports* have highlighted the concerns which have been aroused by the growth in local authority buy-outs in particular.

Unless the buy-out is carefully handled it may bring substantial rewards to managers at the community charge payers' expense, the Audit Commission for Local Authorities in England and Wales, warned in January.

Pitfalls identified by the commission were:

- Members of the buy-out team might be involved in specifying contracts and evaluating tenders while at the same time they were potential bidders for the authority's contracts.

Officials must not both prepare a bid and evaluate it.

- The local authority must obtain an independent valuation of any assets being sold and the transfer must take place at market value.
- The authority must treat buy-out companies as they would any private sector contractor. If it awarded contracts without a tender it must be able to show this was in the interest of the community chargepayers and should restrict most contracts to one or two years.
- Local authorities should guard against allowing staff paid time off and access to cen-



The mid-1980s were dominated by disposals of state-owned groups such as BL/Austin Rover

tral support services to organise a buy-out.

These recommendations were given further weight by a National Audit Office report on the privatisation of work in three new town corporations: Milton Keynes, Telford and Warrington/Runcorn.

It was commonplace for buy-out companies to be awarded contracts without competitive tendering, the audit office said. The corpora-

tions had a good reason for this - they wanted to retain access to skilled staff while they were being wound down - but it did expose them to possible allegations of impropriety, the audit office warned.

In addition, it was impossible to assess whether contracting out had led to a lowering of costs, the audit office said. It urged the Department of the Environment to issue guidelines to apply in any further privatisation programmes.

Just what can go wrong if care is not exercised when local authority managers buy out council services is graphically illustrated in recent buy-outs of West Wiltshire District Council's computer software and legal services activities.

Both these areas of activity have since been taken back by the council following a report by the local district auditor which showed no independent valuations had been made of these businesses while legal services were costing the council substantially more than before the buy-out.

But for all the concerns at the increasing number of local authority buy-outs, in general the buy-out is an efficient way

of disposing of public sector businesses, according to a study* of buy-outs from the National Bus Company.

The bought-out companies were able to modify the way they were organised: bought more appropriate fleet vehicles and purchased fuel locally at lower costs.

Working practices may need to be altered and the workforce cut

They had diversified into related areas of travel and leisure and had adopted more flexible pay schemes needed to meet increased competition. Convincing evidence, it would appear, that public sector managers can adapt to the commercial world.

*Management Buy-Outs: Public Interest or Private Gain? HMSO £3.50.

Privatisation of work in New Town bodies in England, HMSO £3.45.

The Progress of National Bus Buy-Outs: M. Wright and C. Mulley (1989).

Leading Mezzanine Arrangers

	Deals arranged			Total	Total value £m	No. of Investments
	1981/85	1987/88	1989/90			
3i	4	9	8	21	223	29
Bankers Trust	1	4	5	10	304	11
County NatWest/Nat West		4	5	9	95	20
Barclays/BZW	1	5	2	8	77	17
SecPac/SPHG		3	4	7	50	9
Intermediate Capital			6	6	48	10
Philidre			6	6	20	6
PIC Capital	2	1	1	4	189	4
Kleinwort Benson		1	3	4	21	8
Standard Chartered/CWB		2	2	4	439	6
GE Capital		1	2	3	580	4
Bank of Boston	1	1	1	3	15	6
CIBC		1	2	3	5	5
Elders Finance			2	2	22	2
First Britannia			2	2	16	4
Cliticorp		1	1	2	15	3
Samuel Montagu			2	2	13	3
Lloyds	1			1	40	4
Westpac			1	1	5	4
Bank of Scotland			1	1	4	7
Creditanstalt Bankverein			1	1	4	6
Legal & General/Mithras						7
Prudential						4
Others	1	5	4	10	144	
None/not known/(duplication)	1		(2)	(1)	(589)	
	12	38	59	109	1,740	

Qualification: 2 deals arranged or 4 investments

Source: KPMG Peat Marwick McLintock
15th August, 1990

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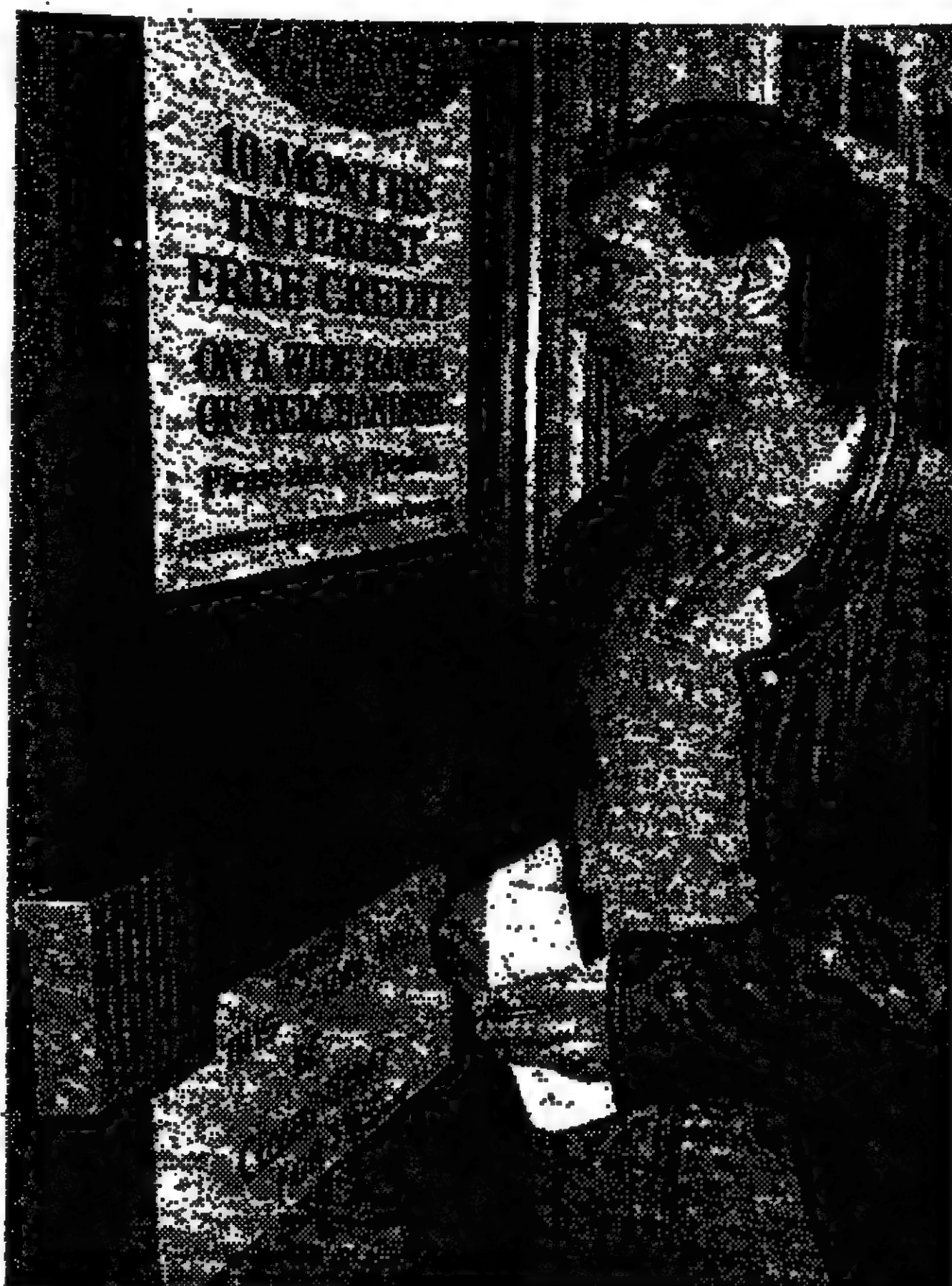
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MANAGEMENT BUY-OUTS 6

PROFILE: Kosset

The inside view



Lowndes Queensway, the furniture and carpets retailer to which Kosset is a supplier, collapsed with debts of £200m.

party. Gradually we whittle the list down to two or three buyers."

Mr Simon Mallalieu, sales and marketing director of Kosset, agrees that the management team did not feel at any great advantage. "We didn't know if there were any other offers around. The receiver did a very good job for the bank - we were certainly made to feel there was."

Mr Neale points to a particular disadvantage of a receivership from the point of view of venture capital houses, arising from the fact that the receivers refuse to favour any one buyer. He says: "Normally in an MBO we can obtain an exclusive period of three to four weeks when one can incur legal and other fees. In this situation, you can get pipped at

the post at the last minute by someone offering £10 more. We spent over £100,000 on legal and accountancy fees - with no comeback if our offer had failed."

"We therefore only go into a receivership situation when we are fairly confident we are going to win. Normally we are happy with one chance in three or four, but in receiversships, you have to be very confident."

Such deals are not all gloom and doom, however. Mr Mallalieu points to one possible advantage: "We were fortunate in timing in that we are buying when these consumer markets are absolutely at the bottom of their cycles."

"That may have scared off other competitors, some of whom have problems not much

Deal Leaders

	Number of deals led			Value £m	Average Value £m	Address	Phone number
	1987/88	1988/89	1989/90				
3i	10	11	7	28	1,010	91 Waterloo Road, London, SE1 8XP	071-928 3131
Candover Investments	9	7	6	22	1,452	66 8-9 East Harding Street, London, EC4A 3AS	071-583 5090
Citicorp	9	3	8	20	574	29 Cottons Centre, Hays Lane, London, SE1 2QT	071-234 5678
Charterhouse DC	6	9	3	18	2,636	7 Ludgate Broadway, London, EC4V 6DX	071-248 4000
County NatWest Ventures	1	9	4	14	545	136 Bishopsgate, London, EC2M 3UR	071-375 5000
Bankers Trust	3	5	5	13	1,725	1 Appold Street, Broadgate, London, EC2A 2HE	071-882 2500
Schroder Ventures	3	6	3	12	440	20 Southampton Street, London, WC2E 7QG	071-379 5010
Midland Montagu	2	6	2	10	656	10 Lower Thames Street, London, EC3R 6AE	071-260 9911
Philirew Ventures	3	1	4	10	301	30 14 Finsbury Square, London, EC2A 1PD	071-628 6866
Granville	3	5	1	9	1,010	15 77 Mansell Street, London, E1 8AF	071-488 1212
Electra	2	2	5	9	518	112 65 Kingsway, London, WC2S 6QI	071-831 6464
Kleinwort Benson DC	2	2	5	9	271	10 Fenchurch Street, London, EC3M 3LB	071-958 6800
Barclays DC/BZW	3	4	2	9	997	30 Pickfords Wharf, Clink Street, London, SE1 8DG	071-407 2389
CIN VM	3	1	3	7	392	142 Hobart House, Grosvenor Place, London, SW1X 7AD	071-236 4840
Lloyds DC	4	1	3	7	121	56 40-66 Queen Victoria Street, London, EC4P 4EL	071-636 3434
MIM DC	3	1	4	5	342	24 11 Devonshire Square, London, EC2M 4YR	071-631 7747
Prudential VM	3	1	4	4	77	86 Audrey House, Ely Place, London, EC1N 6SN	071-236 6090
Scandinavian Bank	2	2	1	3	2,617	19 2/8 Cannon Street, London, EC4M 6XX	071-280 2800
Mercury Asset Management	1	1	1	3	191	872 33 King William Street, London, EC4R 9AS	071-726 5000
Chase Manhattan	1	1	1	3	109	64 Woolgate House, Coleman Street, London, EC2P 2HD	071-245 6911
Morgan Grenfell	1	1	2	3	80	36 23 Great Winchester Street, London, EC2P 2AX	071-588 4545
Salomon	1	1	2	3	57	27 11 Buckingham Palace Road, London, SW1W 0SB	071-721 2000
Causeway Capital	1	1	1	3	50	22 7 Hanover Square, London, W1R 9HE	071-495 2525
CIBC Capital	2	1	3	40	225	17 Cottons Centre, Cottons Lane, London, SE1 2QL	071-234 6000
Murray Johnstone	2	1	2	449	148	13 7 West Nile Street, Glasgow, G1 2PX	041-226 3131
Baring Capital Investors	1	1	2	292	148	140 Park Lane, London, W1Y 3AA	071-408 1282
Hambro Magan	2	2	2	127	64	32 Queen Anne's Gate, London, SW1H 9AB	071-235 1400
Flemings	2	2	2	95	25	25 Copthall Avenue, London, EC2R 7DR	071-638 5858
APAMMG Patricof	2	2	2	68	48	24 Upper Brook Street, London, W1Y 1PD	071-872 0017
SPHG Equity Ventures	1	1	2	59	34	4 Broadgate, London, EC2M 7LE	071-374 1798
Edinburgh Financial Trust	1	1	2	54	14	14 Melville Street, Edinburgh, EH3 7NS	071-226 4814
James Capel	1	1	2	53	27	29 Devonshire Square, London, EC2M 4HU	071-283 5230
Bank of Boston	1	1	1	2	33	27 39 Victoria Street, Westminster, London, SW1H 0ED	071-799 3333
Globe Inv. Trust	1	1	2	33	16	4 Temple Place, London, WC2R 3HP	071-836 7766
Unity Trust	1	1	2	32	13	9 Prescot Street, London, E1 8BD	071-481 3110
SUMIT	1	1	2	26	10	12 Newhall Street, Birmingham, B3 3ER	021-200 2244
Foreign & Colonial Ventures	2	2	2	20	10	6 Laurence Pountney Hill, London, EC6A 0BA	071-782 9829
Gartmore	2	2	2	19	56	2-3 White Hart Yard, London, SE1 1NX	071-782 2000
Guidhouse	7	6	13	26	1,465	8-13 Chiswell Street, London, EC1Y 4UP	071-628 5858
None/not known	8	3	11	22	775		
Eliminate joint deal leaders	(14)	(13)	(10)	(37)	(2,491)		
	75	88	108	271	17,500		

The following institutions have been leaders of one deal only: Baker Fentress, Baronsmead, British Linen, Close, Creditanstalt Bankverein, Drexel Burnham Lambert, Financiers Indosuez, GE Capital, Grosvenor, Hambro European, Hill Samuel, Lowe Finance, Manchester Exchange Trust, Marsden W Hargreave Hale, Marshall, Merrill Lynch, Norwich Union, Price Waterhouse, Rothschild, Saudi Arabian Investors, Shearson Lehman, Standard Chartered, Warburg Securities, Wasserstein Perella, Westpac.

Source: KPMG Peat Marwick McLintock
15th August, 1990

better than Coloroll's."

Mr Neale concedes that there is some stigma attached to receivership, which is one reason for moving fast. But he says most people realise that it is the wider group that has failed.

Mr Mallalieu is certainly confident that Kosset, which he describes as the best-known brand-name in British carpets, is strong enough to shrug off any stigma from the receivership. He says: "We have only been with Coloroll for two years. As soon as the Coloroll

badge comes off, we feel we will be in clear waters."

But how do managers react, when they feel their parent group is heading for the rocks?

Mr Mallalieu says: "It is a very difficult situation, which could obviously raise severe difficulties. Fortunately for us, it was clear that the best thing for both Kosset and Coloroll was for us to keep our heads down and keep running the business."

"The receivership caused a deep sense of shock, if not surprise. I have never gone

through that process before and I never want to again."

Mr Neale points to another complication for a business emerging from receivership:

"We have to assume that some creditors will feel bruised and be very reluctant to extend credit. Instead of giving the usual 45-60 days, they may insist on being paid up-front. That makes it difficult to work out initial financing needs."

"Another thing you can't get from a receiver is any warranties or indemnities. Receivers will give no assurances - not

even that they own the assets they are selling."

Because of these uncertainties, the Kosset buy-out package includes £5.5m of working capital.

The debt to equity ratio is therefore very low. Mr Neale contends: "Buy-outs are getting back to the basics learned in the early 1980s. The transaction is not highly leveraged, unlike the fashion of recent years."

The perils of the current climate were vividly illustrated last month when Lowndes

Queensway, the furniture and carpets retailer to which Kosset is a supplier, collapsed with debts of £200m.

Why, then, are management teams and venture capitalists attracted to receivership situations?

Mr Neale points to the simple fact that the Kosset team paid just under £10m for assets which were in Coloroll's books at £20m. He concludes: "You can get a much better deal working directly with the receiver, but there are much higher risks."

An offer to finance a buyout isn't always what you need.

Most buyout institutions, you see, do not have access to all the finance in-house.

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MANAGEMENT BUY-OUTS 7

Elisabeth Tacey says buy-ins are the in thing, but there are differing views on whether the trend will continue

Caution takes hold

WHEN COMPARING data on buy-outs with that on buy-ins, it seems that the two are out and the ins in. But finance houses and industry watchers differ on whether that trend will continue.

Figures published by the Centre for Management Buy-out Research, based at Nottingham University, show that as the number of buy-ins in the UK has risen sharply, that of buy-outs have dropped. In 1989, the number of MBOs fell for the first time since 1983.

The buy-in has become accepted as a vehicle for restructuring

from 372 to 357; the number of MBIs rose by a third, from 110 in 1988 to 147. The value of MBIs trebled, from £1.2bn to £3.6bn, although this figure is distorted by the inclusion of the £2.4bn deal by Isosceles for supermarket group Gateway. The value of MBOs rose, but only by 5 per cent to £3.9bn.

In the fourth quarter of 1989 the number of buy-outs, 73, was at its lowest since the last quarter of 1986, while the number of buy-ins, at 47, was a record, the previous high in a quarter being 40 in the second quarter last year.

For 1989, most of the UK buy-ins, 118, were of privately owned businesses, up by 44 per cent, while those of publicly quoted companies increased by only one to 29. And a breakdown by region shows that, like buy-outs, interest in buy-ins is growing in the north: Yorkshire and Humberside together took 13 per cent of the buy-ins in 1989 compared with 4 per cent in 1987, and the north-west took 18 per cent in 1989 against 6.5 per cent in 1987.

The numbers are "clear signs that the buy-in has become more accepted as a vehicle for corporate restructuring," says the centre's 1989 report.

However, Mr Ken Robbie of the centre says: "This year the pace of buy-ins has faltered." He puts this down to the economic climate, particularly as the buy-in is more risky than a buy-out. "The buy-in managers tend to be more orientated to their own capital gain, and want to increase their personal wealth as much as possible. They try to create a much larger group than in the buy-out situation, and may try to expand too quickly." He reckons that finance houses will be more cautious to fund such ventures, with recent buy-in disasters such as the collapse of furniture retailer Lowndes Queensway fresh in their minds.

Mr Patrick Dunne of venture capital group 3i, the largest supplier of buy-in funds in the UK, says: "I think the general slowdown in the economy will translate itself into more opportunities for buy-ins." The firm set out about 18 months ago to sign up a group of 200



managers keen to stage buy-ins, and was vastly overstated. Of the 200 they chose, a "significant number" - more than 20 per cent, according to another 3i executive, Mr David Thorp - are running their own businesses, either through

In the year to March, 3i funded 64 buy-ins of total value of £97m

buy-ins or starting up themselves, and 3i was involved in more than half.

The list idea was aimed at giving 3i a high profile as a buy-in group. It has worked, says Mr Dunne: "We are getting approached by managers of companies to do buy-ins all the time."

He reckons buy-ins could be in favour partly because acquisitions have become more difficult for large companies, so they are not snapping up the smaller ones; and large conglomerates are tending to focus more on their core businesses and sell off peripheral units, which are usually sound businesses ripe for buying into. Also, as business slows, managers will become more frustrated about their career moves, he thinks.

In the year to March 1990, 3i funded 64 buy-ins of total value of £97m, a rise of 50 per cent on the 42 buy-ins completed in 1989.

In contrast, Ms Anthea Skilbeck, an executive of a division of Charterhouse Bank, Charterhouse Development Capital - which she describes as "conventional" - says the firm is cautious about buy-ins. She says it prefers to go for buy-outs which are less risky because the managers know the business and are less inclined to take the profits and run.

She thinks that the increase in the number of buy-ins may partly be due to firms which have money to invest turning to the buy-in market while that

of buy-outs is a bit flat due to the economic downturn. And a spate of buy-out failures can be a source of buy-ins. But she expects firms to turn back to buy-outs once the opportunities return.

"When buy-outs are on the rise you'll probably find that buy-ins are not," she points out that in a recessionary economy, "one has to get companies at sensible prices" to do both buy-outs and buy-ins.

At Candover Investments, the second biggest UK buy-out and buy-in arranger after 3i and the only quoted MBO specialist, chief executive Mr Roger Brooke agrees that sensible prices are needed in the present economic climate. But he is more upbeat about it: "People are being a bit more cautious, but some people are being more realistic about price... it has become a buyer's market - a big change from a year ago."

Candover has just completed its biggest deal this year, help-

Sensible prices are needed in the present economic climate.

ing Mr Robert Jarvis to buy Embassy Hotels from Allied-Lyons for £193m to become Jarvis Hotels. Candover put in about £49m from its £315m fund, set up in 1989 for buy-outs and buy-ins. The fund was hugely successful, aiming at first for £200m and being enlarged to cope with the number of finance houses wanting to join. Mr Brooke reckons that the greater realism is a good thing. "We have done more deals in the first six months of this year than we did in the whole of last."

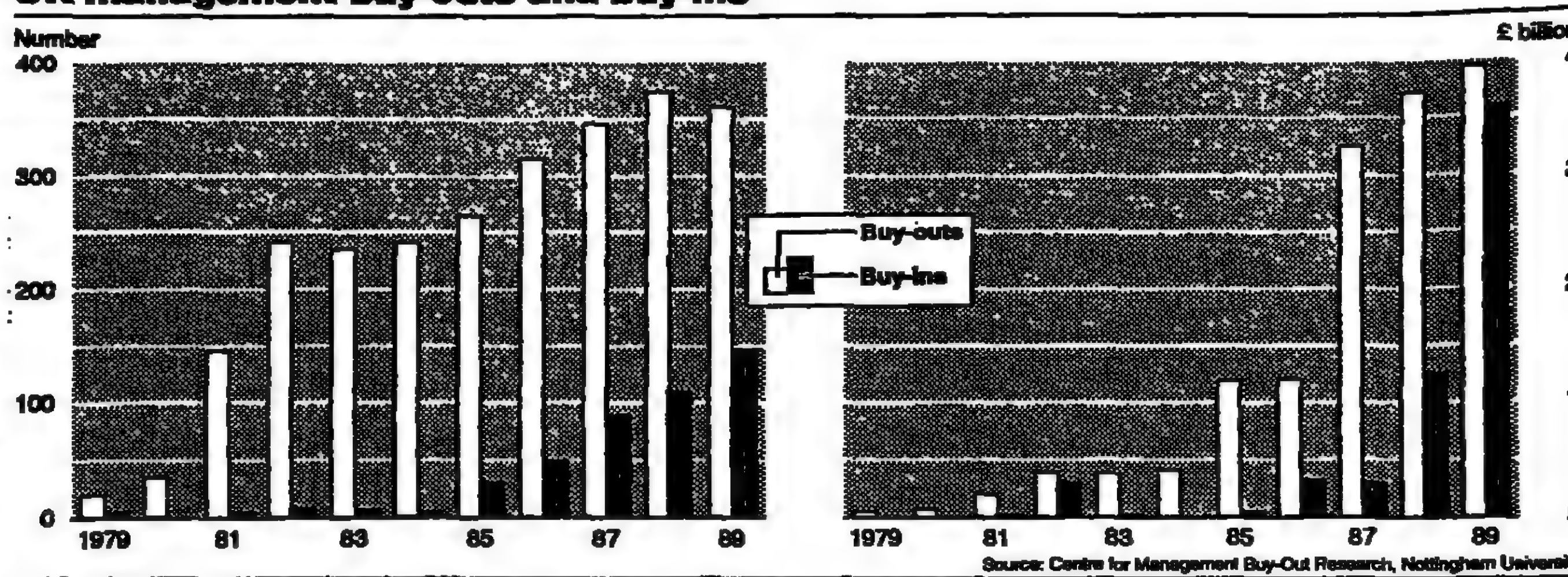
Mr Brooke thinks there are more people keen to carry out buy-outs and buy-ins, having "seen all their friends doing it." He laments a lack of "top-notch" people, while also pointing out that it is a difficult step to take, partly

Management Buy-ins 1982/90 (TOTAL FUNDING £M)

£m	1982/84	1985	1986	1987	1988	1989	1990 (to date)
Under 25		Cullens(10)	Acal(10)	Life Sciences Int(11) New Scotland Ins(15)	Burn Stewart(13) Autoclenz(13) Clairmont(14) European Brands(21)	Range Valley(11) Abacus(11) Maison Caurette(11) Haigh Castle(12) Ratcliffe(13) Country Casuals(14) Valor Stoves(14) British Air Ferries(15) Hill Leigh(15) Exide Batteries(18) Britannia Data Mgt(18) Service Tac(20) Thames Int(22) Rubatex(22) Hamleys(24) Beacon(29) Court Cavendish(35)	Wilcox(10) Juliana Sound(11) E. Lancs Paper Mill(11) Beta Stores(16) Wimpy(20)
25-50			Gillow(45)	Raleigh(42)	FJC Lilley(27) Needwood(38)		Ravenhead(27) United News Shops(33) Walter Alexander(42) David Brown(46)
50-100				Utd Precision Ind(76)	Financial Ins(55) Lewis's(74)	Crockfords(53) Square Grip(65) James Neill(79) Gateway(2,375)	
100+			Kingfisher(310)		Cope Allman(265) Lowndes Queensway(450)		Jarvis Hotels(215)

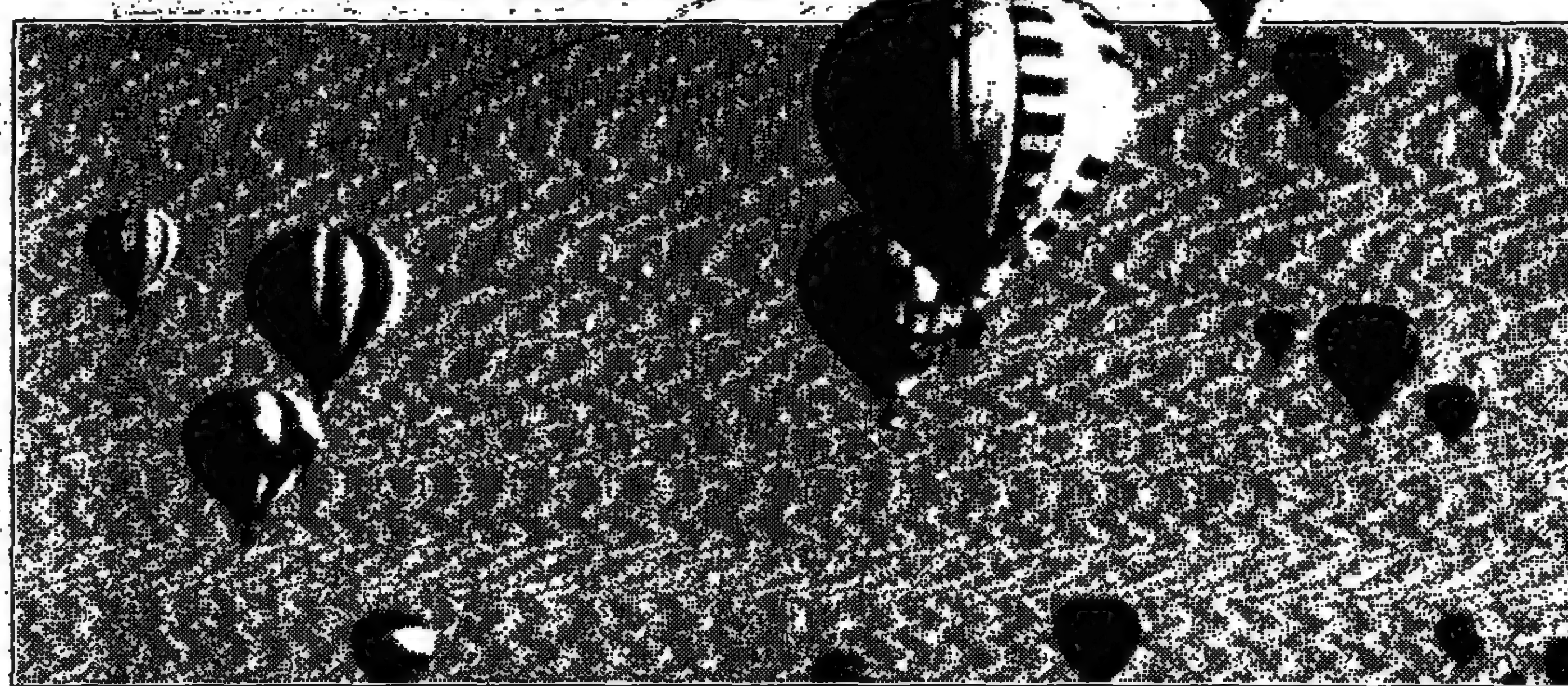
Source: KPMG Paul Marwick McIntock
15th August, 1990

UK management buy-outs and buy-ins



Source: Centre for Management Buy-out Research, Nottingham University

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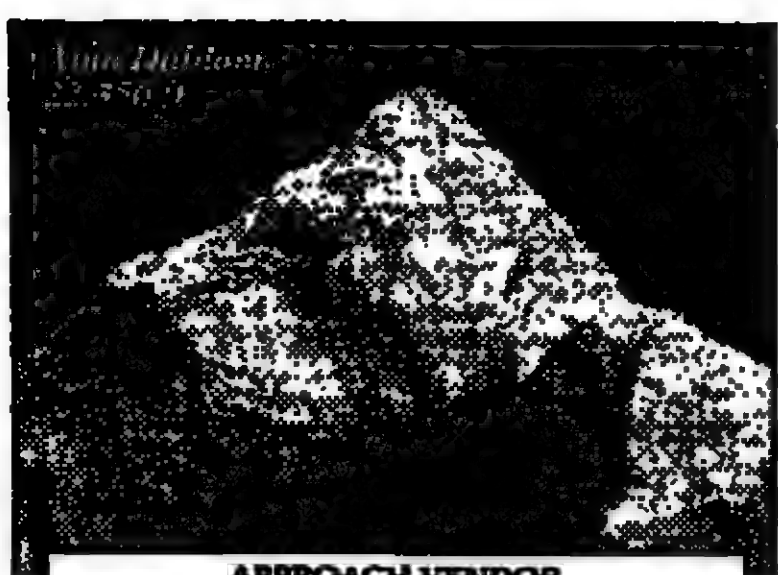
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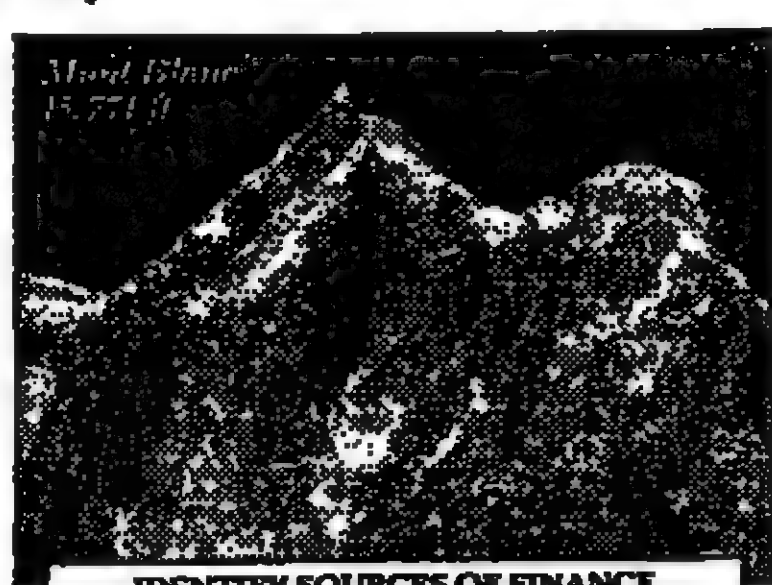
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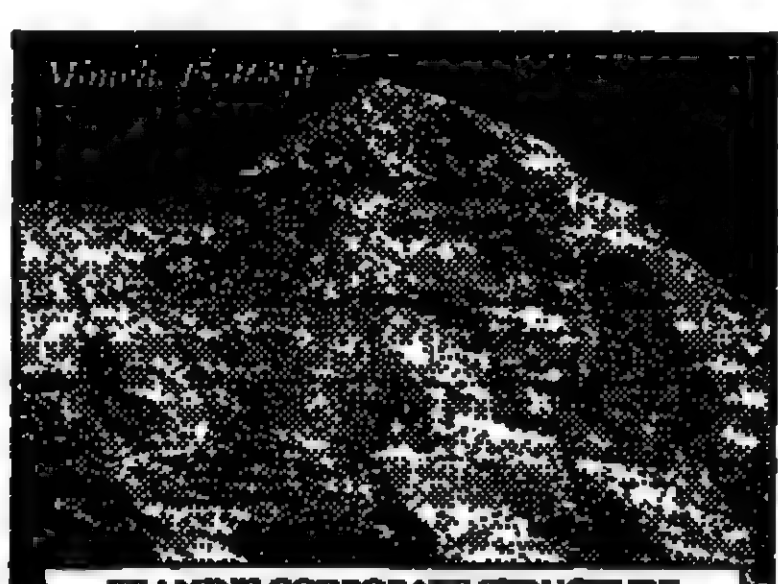
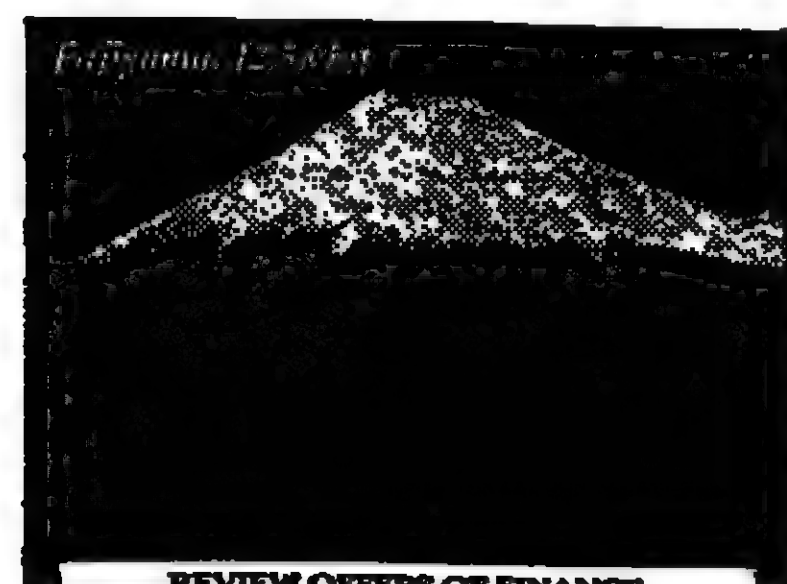
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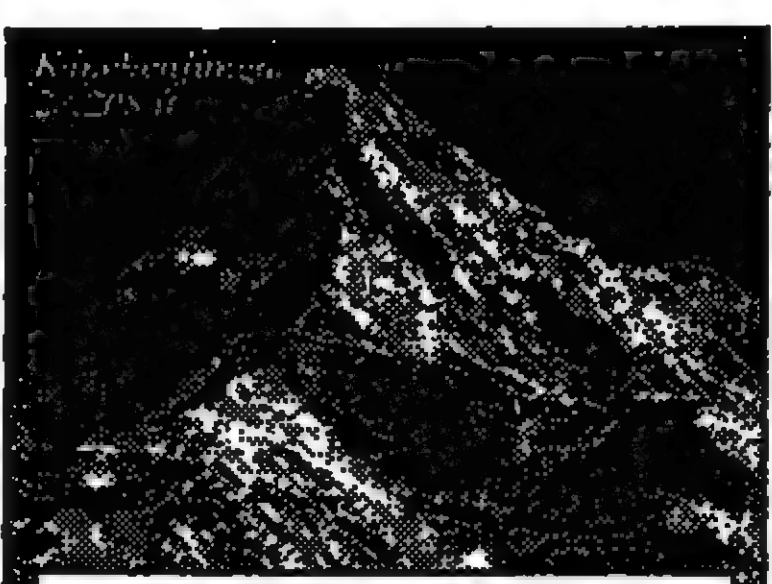
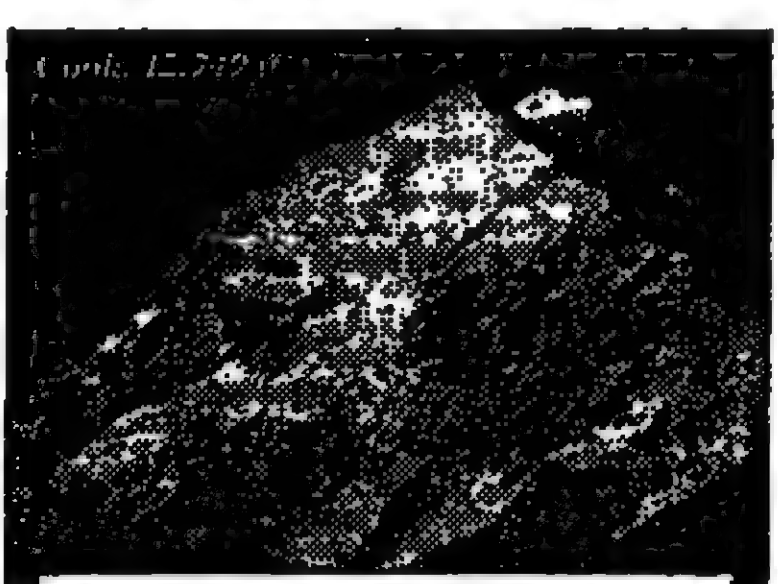
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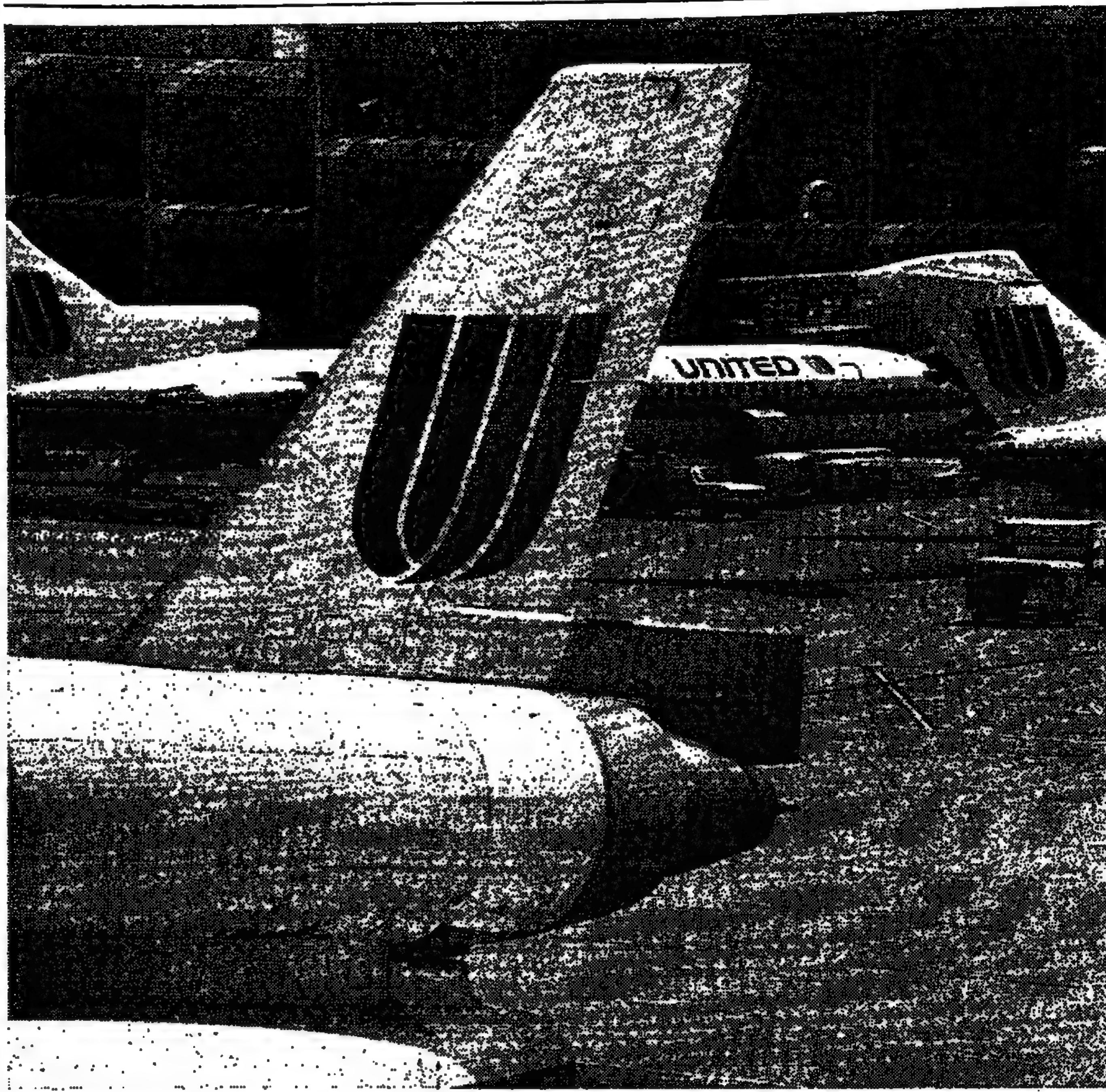
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MANAGEMENT BUY-OUTS 8



The collapse of the \$6.75bn United Airlines MBO, after Japanese banks refused to take part, has been widely cited as a watershed

Nikki Tait analyses the changes in the US scene

Enthusiasm gives way to a new-found puritanism

THE US seldom does anything by halves. Just as the US financial community embraced the leveraged buy-out tool with increasing enthusiasm throughout the late 1980s, so it is watching the decline in LBOs with new-found puritanism.

Some simple figures show how the trend has changed. During the period from 1984 to 1989, some \$250bn-worth of leveraged buy-outs took place, including the record-breaking \$25bn purchase of RJR Nabisco by Kohlberg, Kravis & Roberts, the LBO specialists. That represented well over 1,000 corporate situations and the annual level of funding going into leveraged acquisitions was reckoned to be running at over \$100bn by the end of the decade.

This year, LBO activity has dwindled from these levels. According to figures just published by Venture Economics, there were just 51 LBO deals completed during the first six months of 1990, compared with 154 in the same period a year earlier. The fall in the value of deals was even larger; down from \$24bn to \$7bn.

Only one transaction – the sale of Del Monte's canning operations – topped \$1bn. Moreover, this decline has been mirrored – even foreshadowed – by the downturn in the size of the pools of new capital being committed to the LBO movement. On this latter score, the zenith came in 1987, when some \$13bn was raised. The figure fell away significantly in 1988 and totalled little more than half that amount in 1989.

The management buy-out of United Airlines, originally planned as a \$6.75bn transaction, has been widely cited as the watershed deal. When Japanese banks refused to participate in the transaction last November, they triggered a sharp stock market fall, as Wall Street surmised that the LBO game – and, by implication, a large part of the bid scene generally – had died.

After all, the LBO movement was heavily dependant on the banks' willingness to lend on such transactions, and Japanese banks ranked second only to US institutions in their enthusiasm for the US LBO market. At the time of the initial UAL collapse, Japanese banks were reckoned to have some \$20bn invested in outstanding LBO loans with a further \$35bn of loan commitments. The figures for the US banks were \$45bn and \$72bn respectively.

In retrospect, UAL is perhaps more properly seen as a manifestation of the declining enthusiasm for LBO deals, rather than the point at which the tap suddenly turned off. There had been signs of deals going sour before October 1989 – not least, the celebrated Federated/Allied Stores fiasco. Moreover, recessionary threats to the economy were becoming evident – making the cash-flow projections on which leveraged structures depend more questionable. Relatively high interest rates have been little help, either.

To the extent, then, that deals have kept coming, their structures have tended to be more conservative, employing more equity or, to a lesser extent, mezzanine funding, relative to the level of debt. According to a survey conducted by Russell Reynolds amongst 100-plus LBO firms at the turn of the year, almost half saw their equity investments amounting to something between 11-25 per cent of the purchase price of deals done last year. In 1988, by contrast, 57 per cent of the firms surveyed said that their equity investment representing six to 10 per cent of the total price.

more conservative, employing more equity or, to a lesser extent, mezzanine funding, relative to the level of debt.

This belated caution has even been reflected in a trend towards reverse LBOs. Never slow to miss a trick, Wall Street has realised the potential for refinancing distressed LBOs, so that some of the debt element is replaced by additional equity. One prominent New York-based player, Forstmann Little, which was heavily critical of the LBO movement's worst excesses, even made efforts to raise a \$2bn-4bn fund specifically for this purpose. The attempt was eventually called to a halt in March, after sufficient funds failed to materialise, although there were suggestions that it might be revived later.

The trend towards restructurings, which replace debt by equity in troubled situations, shows little sign of abating, however. The other discernable feature of the LBO movement is a shifting down in the size of deals completed. To some extent, the much-publicised "mega" LBO (\$1bn-plus) has always been the exception rather than the rule; in terms of the number of buy-outs between 1984-89, this class accounted for only 4.4 per cent, while deals under the \$50m mark accounted for almost half the activity.

This picture has become even more marked recently. According to Venture Economics, 28 of the 51 transactions completed in the current year involved deals below the \$50m-level. Virtually all the rest fell into the \$50m-\$100m category. As with the UK, this new-found conservatism appears to have returned the LBO movement to its roots – such as the funding of managements' attempt to buy out peripheral subsidiaries of diversified groups.

All this is probably in managements' interests. It is noticeable that in the US – in contrast to the UK and Europe generally – the term management buy-out had virtually disappeared, being subsumed into the broader category of leveraged buy-out. This reflected the dominance of the funding structure, with the institutional providers of money often playing a more significant role than the management teams involved in such transactions.

However, as caution becomes the new watchword, this too may change. Who knows, as the LBO funding pools contract and there is a general return to basics, the players who are really at the centre of the action may yet win back a greater slice of the action.

There were just 51 leveraged buy-out deals completed during the first six months of 1990, compared with 154 in the same period a year earlier

Comparison of Listed and Unlisted MBOs over £10M

	Number			Value (£m)		
	Total	Listed	%	Total	Listed	%
1981-84	24	1	4	850	310	36
1985	24	2	8	880	70	8
1986	27	2	7	940	40	4
1987	33	4	12	2,750	490	18
1988	55	6	11	4,510	940	21
1989	71	12	17	5,850	3,780	65
1990	37	3	8	1,720	150	9
(to date)	271	30	11	17,500	5,780	33

Source: KPMG Peat Marwick McLintock
16th August, 1990

Analysis of Gearing by Period

Period	Total funding £m	Equity £m	Mezzanine £m	Debt £m	Gearing (E:M+D)	Mezzanine (% of total)
1/81-12/84	850	370		480	1.3	
1/85-11/88	8,430	2,430	600	5,400	2.5	7
12/88-7/89	5,420	850	830	3,740	5.4	15
8/89-8/90	2,800	790	310	1,700	2.5	11
	17,500	4,440	1,740	11,320	2.9	10

Source: KPMG Peat Marwick McLintock
16th August, 1990

Libbey St. Clair Inc.
Libbey St. Clair Inc.
£3,900,000
Acquisition via Management Recapitalisation

Bankers Trust Company
Bankers Trust Company
Bankers Trust Company
Bankers Trust Company
Bankers Trust Company

Ravenhead Co. Ltd.
Ravenhead Co. Ltd.
£27,306,489
Acquisition via Management Recapitalisation

Bankers Trust Company
Bankers Trust Company
Bankers Trust Company
Bankers Trust Company
Bankers Trust Company

United Machinery Group Limited
United Machinery Group Limited
£205,000,000
Similar Lease Facilities

Bankers Trust Company
Bankers Trust Company
Bankers Trust Company
Bankers Trust Company
Bankers Trust Company

DAVID BROWN Corporation Ltd
DAVID BROWN Corporation Ltd
£46,000,000
Total Financing

Bankers Trust Company
Bankers Trust Company
Bankers Trust Company
Bankers Trust Company
Bankers Trust Company

Interpart S.p.A.
Interpart S.p.A.
£15,000,000
Management Buy-Out

Bankers Trust Company
Bankers Trust Company
Bankers Trust Company
Bankers Trust Company
Bankers Trust Company

POLTRONA FRAU S.p.A.
POLTRONA FRAU S.p.A.
£15,000,000
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MANAGEMENT BUY-OUTS 9

Charles Batchelor on moves to reduce conflicts of interest

Specialists fear changes have made life too tough

HAS THE clamp-down on management buy-out teams gone too far? The Takeover Panel has tightened its code to address the problem of the conflicts of interest which arise when managers bid for the company they run, but some buy-out specialists believe the changes may have made life too tough for management teams.

When buy-outs involved only private companies, where ownership was synonymous with management, and when large companies were auctioning off subsidiaries or divisions, there was no real chance of managers pulling the wool over shareholders' eyes. But once buy-outs for public companies began to take place in significant numbers in 1988-89, conflict of interest became an important issue.

How could managers forecast a glowing future for the business once they became owners if they could not deliver the same performance when it belonged to somebody else? Managers could only be so bullish about their company, critical City institutions argued, if they were taking unfair advantage of access to information not available to outside shareholders.

As the people most closely involved in the running of the business, managers clearly have access to much more detailed information than non-executive directors or outside shareholders. But are they misusing their knowledge?

When the managers of Magnet, the fitted furniture retailer, launched a £629m buy-out offer last year, shareholder dissatisfaction centred on the value of the terms for the company's preference shares. But it hinges on the issue of whether shareholders had enough information to make an informed judgement of the bid.

In the middle of the Magnet bid, the National Association

of Pension Funds published a discussion paper suggesting that the information which was available to the management should also be made available to shareholders.

It recommended that the buy-out team should make known its forecasts for profits and return on capital for a minimum of three years and that buy-out offers should contain terms which allowed the price to be adjusted to the performance of the company in relation to the forecasts.

Finally, the association called for the appointment of a special "adviser to shareholders" whose duty would be to

company because of the conflict of interest which would arise.

These changes did not go as far as the pension funds and some others wanted. Information was not to go directly to all shareholders; there was to be no requirement for three-year forecasts and there was to be no adjustment of the buy-out price to take account of performance.

Nevertheless, they did add to the pressures on the buy-out team. It is possible, for example, that by revealing their projections of future performance they may push up the value of the company against them-

Managers have access to detailed information . . . but are they misusing their knowledge?

report on the fairness of the terms proposed. This was intended to alleviate the difficult position of the non-executive directors.

Last December, in response to this discussion paper and talks with other groups of institutions, the Takeover Panel, which regulates acquisitions and mergers, made four amendments to its code. It stated:

■ that the target company's board should appoint an independent adviser as soon as possible

■ that the buy-out team should supply the independent directors and their advisers with all the information which had been made available to the bidders' own financiers or potential financiers

■ that information given to outside providers of finance should be available to other potential bidders

■ that a director should not express his or her views on the offer if he was to have any continuing role, either executive or non-executive, in the bidding team or the target

seives. Shareholders might demand a higher price if they saw optimistic projections of future performance or they might demand that managers achieve similar results without carrying out a buy-out.

The changes to the Takeover Code make it more difficult for advisers to give added value to the management team," says Mr Michael Proudlock, head of development capital at Granville & Co, an investment bank. "The added value (of our advice) is on display for all to see." Mr Proudlock believes that one buy-out in which he was involved did not go ahead partly because the management team would have had to disclose details of its plans.

Other buy-out specialists believe that the requirement to provide information to rival bidders is particularly harsh.

"It is possible for managers to make a very different forecast on the basis of the company being a private company compared with what they would forecast for a public company," comments Mr Robert Smith,

chief executive of Morgan Grenfell Development Capital.

The buy-out team would be at a disadvantage since any rival bidders would not have to disclose their plans, he adds.

The belief that managers are automatically in a privileged position because they have detailed knowledge of their company has also received a knock from the problems encountered by Magnet and a number of other buy-outs. "Magnet showed that managers can get it wrong too," says Mr Roger Brooke, chief executive of Canover Investments.

Even before changes to the Takeover Code, management teams and their advisers who wanted to reach an amicable agreement with the independent executives and shareholders would answer any questions put to them by the vendor's advisers, buy-out specialists say.

Vendors have also increasingly been retaining stakes in the businesses they sell to buy-out teams. This guarantees the vendor a stake in any future success of the company and acts as a partial insurance against the risk that the vendor has under-estimated the business's potential.

Much of the emotion generated last year by the management buy-out of Magnet has cooled. High interest rates have temporarily halted buy-outs of public companies while the trading problems at Magnet, which have shown that managers do not always have all of the answers, have put the issue in a new perspective.

The full impact of the tighter Takeover Code will only become apparent if, as many deal-makers forecast, public company buy-outs come back into fashion. It will then be possible to assess whether the changes have stacked the odds against buy-out teams or whether they are a sensible solution to inevitable conflicts of interest.

THE PLAYERS

Flow of new entrants slows

THE PROBLEMS which have beset the management buy-out sector over the past 18 months have stemmed the rush of new entrants to the market. Nevertheless, there are enough players on the scene to provide any management team intent on a buy-out with a confusing wealth of choice.

Venture capitalists, merchant bankers, accountants and specialist investment trusts will all supply advice and funding to management teams. Some of these organisations are large enough to finance deals in their entirety, providing equity, loans and, if necessary, mezzanine funds from their own resources. Most will then subsequently syndicate parts of the deal to other financial groups to spread their risks.

Others will lack the resources to take everything on to their own books from the outset but will put together a team of financing institutions to jointly fund the deal.

While every organisation is keen to stress the uniqueness of its own approach to financing deals the initial if rather crude criterion on which the managers should base their choice is size.

Some financiers are geared up to backing small deals while others do not consider it worth their while to spend time on buy-outs worth less than say £5m or £20m.

Even size is not an absolute method of selecting a backer since some organisations, Canover Investments and Morgan Grenfell Development Capital among them, have or are raising special funds to back small deals alongside their larger funds which back the bigger transactions.

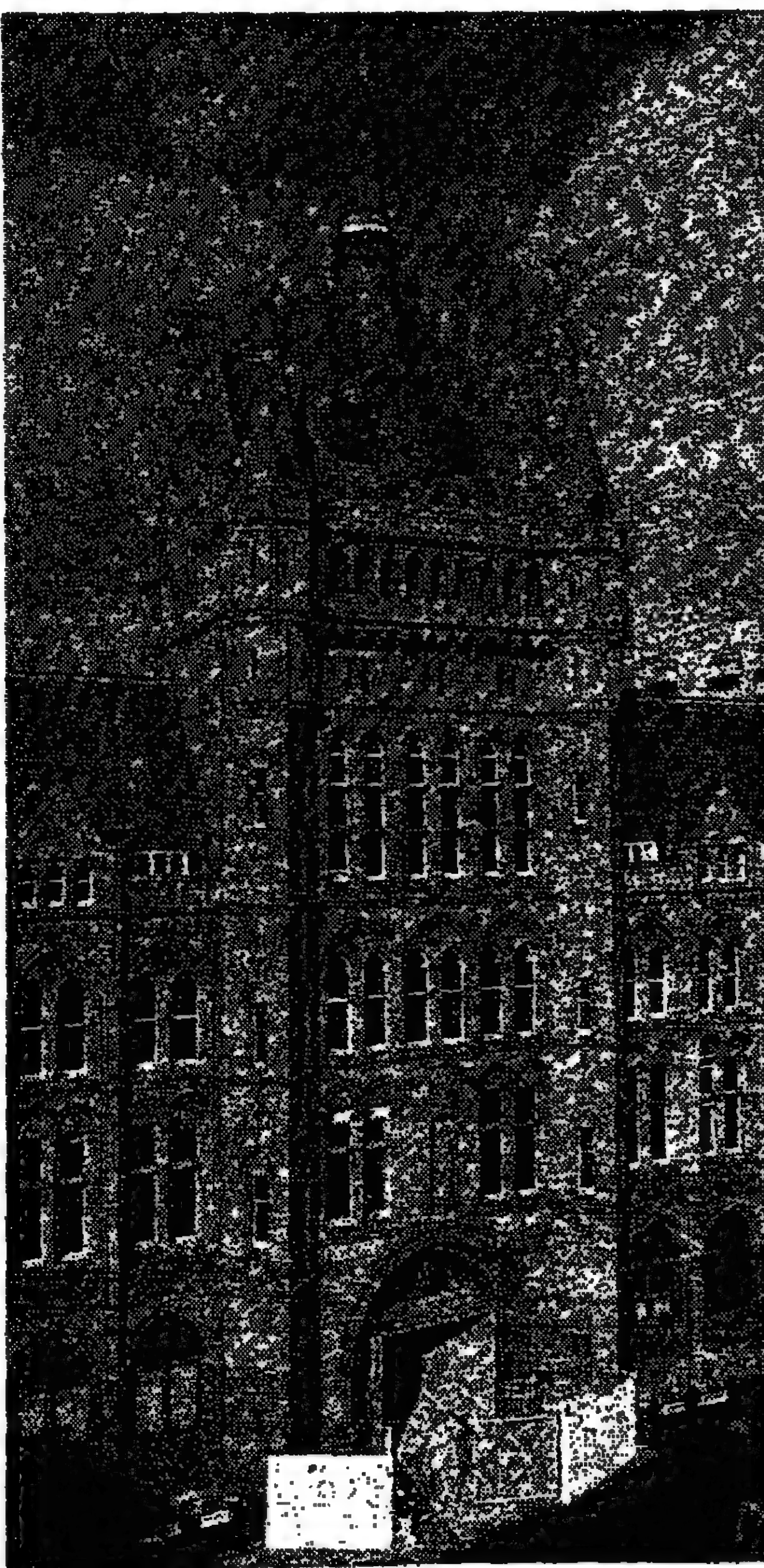
For management teams based outside the south-east of England a regional fund specialising in their area may be the most appropriate choice. If, for example, has recently created two funds targeting the Black Country and the East Midlands while other financial groups are placing more emphasis on regional investments.

The industry sector is rarely helpful as a means of selecting a backer since funds tend not to select investments on this basis, preferring to create a balanced portfolio to reduce their risk.

If a fund has backed several buy-outs in a particular field this will probably make it less willing to back another for fear of becoming too dependent on the fortunes of one sector.

The most helpful section in the glossy brochures produced by the buy-out financiers is likely to be the case histories of the companies they have backed. These will give an impression at least of the types of deal they are prepared to back.

Many management teams turn to an accountant to advise on which backer to choose. The accountant may then arrange a "beauty parade" to



Some of the largest buy-out investors are subsidiaries of large investment institutions such as the Prudential

select the most promising backer.

Whatever the technical qualifications of the financiers, however, it is important that the managers can get on with them on a personal level. The managers and financiers will be working together not just for the three to six months it may take to put the deal together but possibly for several years afterwards.

When buy-ins were a new phenomenon a small number

of organisations, such as Midland Montagu Ventures, St and MMC Patriot, took an early decision to specialise in this field alongside their buy-out activity. Now, however, most organisations will offer to carry out buy-ins as well as buy-outs.

Buy-ins require different skills and a good network of industry contacts to spot potential target companies so the managers are best advised to choose a backer with a

track record in the buy-in field.

Unlike the US, management buy-outs in Britain have traditionally been arranged by venture capitalists who expanded in the early 1980s from backing start-up companies to financing management buy-outs.

Some venture capitalists are independent partnerships such as Advent and Thompson Clive, while others such as Charterhouse, Midland Montagu and Schroders are subsidiaries of banks.

The independents raise their own money from institutional investors while the banking offshoots call upon the resources of their banking parents.

Some of the largest buy-out investors are directly-owned subsidiaries of large investment institutions such as the Prudential, Legal & General and Globe. These organisations have a long history of devoting part of their large resources to unquoted investments though the sharp stock market swings of the past four years have, if anything, made unquoted investments relatively more attractive.

The merchant banks were slow to catch on to buy-outs, mainly because the early deals were small-scale and required industrial and investment expertise not usually available to them.

The rapid leap in the size of deals in 1987 and the arrival of the first of the public company buy-outs around the same time stirred their interest. The potential for earning large fees and the need for their financial skills to structure public company buy-outs brought them into this market.

The increasing size of deals created the need for mezzanine finance - which occupies a half-way house between equity and debt.

This was initially provided by some of the established backers of buy-outs but the growing amounts needed finally led to the establishment of several specialised providers of mezzanine funds such as GE Capital Corporate Finance Group (part of GE Capital of the US) and Intermediate Capital Group (backed by a range of international investors including Banque Paribas, Prudential Venture Managers and the Industrial Bank of Japan).

One important issue which should be discussed at an early stage of discussions with potential backers is their policy on exits. Some organisations will work to a fairly tight timetable to make a profit on their investment and will expect to float the company or sell it off within, say, three to five years.

Others may take a more relaxed view and be prepared to wait a little longer. The buy-out managers must make sure that they and their backers agree on their long-term aims to avoid disputes.

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August 1990



The British School of Motoring

£25,500,000

Senior Debt and Working Capital Facilities

to fund the Management Buy-Out

Arranged and Underwritten by

National Westminster Bank PLC
Acquisition Finance Unit

Funds Provided by

National Westminster Bank PLC

Morgan Grenfell & Co. Limited

The Nippon Credit Bank, Ltd.

ASLK-CGER Bank, London Branch

Agent Bank

National Westminster Bank PLC

NatWest Syndications

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August 1990

SAGA

£23,500,000

Senior Debt Facilities

to fund the purchase of the minority interest in
Saga Group PLC

Arranged and Underwritten by

National Westminster Bank PLC
Acquisition Finance Unit

Funds Provided by

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NatWest Syndications



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FALMER INTERNATIONAL LIMITED

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EQUITY AND MEZZANINE FINANCE
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BANK OF BOSTON LIMITED

March 1989

MANAGEMENT BUY IN
of
DUFLEX LIMITED

A Company formed to acquire the
PVC Foam Manufacturing Division
of Elson & Robbins Plc

£1,500,000

EQUITY, MEZZANINE AND ESOP FINANCE
Structured and provided by
BANK OF BOSTON LIMITED

January 1990

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of
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Catering Equipment Division of
Yale & Valor Plc

£2,000,000

MEZZANINE FINANCE
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April 1990

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MANAGEMENT BUY-OUTS 10

ITALY: The market is picking up, writes Haig Simonian

Quite small, but lively

I DIDN'T REALISE YOUR FINANCIAL ADVISERS WOULD BE MONITORING US SO CLOSELY



year, four or five transactions are "close to fruition," with another 20-odd in the melting pot, he says. "It's a marvellous entrée into the best sector of Italian industry," Mr Katz believes.

By contrast with the foreigners, most of the big Italian commercial banks have been slow off the mark in buy-outs.

group which included the company's Italian management. Grove Italia's managers have taken an opening 4.76 per cent holding in the venture, against the 31.75 per cent each retained by Sanpaolo Finance and Nova, and the 15.87 per cent each held by Arca Merchant Bank and Citipol, two smaller Italian financial institutions.

By contrast with the foreigners, most of the big Italian commercial banks have been slow off the mark in buy-outs

However, Istituto Bancario San Paolo di Torino has established itself through its Sanpaolo Finance subsidiary, while Sopaf, the merchant bank in which Kidder Peabody owns a 5 per cent stake, is also active. Sanpaolo Finance can claim credit for Italy's biggest leveraged transaction so far. In early June, it masterminded the £121bn sale of the Italian valve-making subsidiary of Nova, the Canadian energy and petrochemicals group, to a Sanpaolo Finance-led investors' group.

The plan is for the management's stake to "grow considerably in the future as the set goals of the operation are reached," according to a Sanpaolo Finance official. Although the number of buy-outs in Italy is still limited, bankers are buoyed by the possibilities. Those stem principally from the country's economic structure, with its vast number of small and medium-sized companies, many of them still family-controlled. Although the Italian family

owners do not face the same tax incentives which triggered such a rush of sales in West Germany in the closing months of last year, there are many parallels with the German Mittelstand.

Many of the Italian companies were set up after the Second World War, meaning that their founders are now at or near retirement age. Generally, the tendency for the next generation to carry on the business is even stronger than in West Germany. But there are still enough exceptions where families have been as ready to cede control as to encourage bankers.

Many speak highly of the strong entrepreneurial streak among Italian managements, meaning that there is often a much greater readiness to consider the new ideas' such as buy-outs than in some neighbouring European countries.

"Managers are willing to listen, and many display a marked flexibility and innovative spirit which is not too encumbered by deference to the past," one banker says. Even making contact is much less of a battle in Italy than in West Germany.

One of the relatively few drawbacks to the Italian buy-out business is the lack of suitable exit channels, according to Mr Colonna. The Italian stock exchange remains under-regulated, highly volatile, meaning that eventual floatations are excluded as far as he is concerned.

That means the only alternatives are relegating, for example via a management buy-out after an original venture capital investment, or a trade sale, as in the case of Riva.

With so many banks, particularly foreign, bidding for buy-out business, one of the problems may be finding the right staff. Hiring people plugged into the right networks in order to obtain introductions and tips is the name of the game, according to Mr Gherardo Barbini, the managing director of Barling Brothers (Italy).

Ex-consultants, accountants or people with a technical background in industry are as much in demand as financial whizzes, agrees Mr Jonathan Bliss, the head of the 31's new Milan operation. Like the others, he has managed to find offices - not easy in central Milan - and steer his way through Italy's bureaucratic jungle to set up a limited company. All that is left now is to start winning mandates.

Your management buy-out could be tomorrow's good news.

IN ON THE GROUND FLOOR

Leeds-based specialist distributor of carpets, Mercado, has been bought out by a management team and Castongrove, a company formed by Philidrew Ventures. Bank of Scotland, with their proven track record in management buy-outs, has been brought in by Philidrew Ventures to underwrite part of the venture.

Mercado is a specialist distributor of rolls and cut lengths of carpet, rug, carpet and vinyl to the independent retail trade. In the year ended January

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A four man management team of the Edinburgh-based Invergordon Distillers has just completed Scotland's biggest ever management buy-out.

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The distillery at Invergordon, as built

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Ferranti sells laser activity to management

Charterhouse co-led the £19.5 million acquisition of Ferranti's service and maintenance division by ServiceTec, an earlier management buy-in investment.

Management Buy-out of Chaucer Foods

Charterhouse Development Capital provided the institutional investment for the acquisition of Chaucer Foods by the Pilgrim Food Group.

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MANAGEMENT BUY-OUTS 12

PROFILE: Jennifer d'Abo

'A business is four walls with people in it'

Ma-Jennifer d'Abre gold from compost-making

balance of about £200,000 from shareholders. Lloyds took a seat on the board of the newly-named Moysees Stevens Group, with a deal giving it the equivalent of an internal rate of return on its investment of 23.5 per cent, in the form of preferred shares, on which Lloyds receives a dividend, and preferred ordinary shares. The deal is a rather clever arrangement that would increase this share to 40 per cent if the company did not achieve its targets; if it beat those, the management share would increase faster than Lloyds'.

Mr. Billyeald says that as far as the price per share was concerned, Lloyds got the same terms as the shareholders: "New money is new money." The purchase went through in May - but the team did not finish there. They also bought an importer of baskets and dried flowers, Wulfsohn and James, in June for £100,000, to complement the flower range.

Apart from new products, the group is likely to license the name abroad for flower shops and flower schools, which teach flower-arranging and design and have attracted interest particularly in Japan. And among other things, the group is experimenting with using waste from apples, after they have been pressed to make cider, as a garden dressing.

Ms d'Abo thinks that as far as general businesses are concerned, business acumen will run them whatever their product: "I maintain that a business is four walls with people in it." So if you have got a business to sell, it might not be long before Ms d'Abo is putting the word out among her friends that she's in the market again.

What she saw was a company with potential which would keep the Ryman team together and act as a stepping stone. Mr Stephen Billyeald, former managing director of Ryman, adds: "It had to be something that interested us and had a future. We could see its potential [but] we knew we were going to have to do something else."

initial purchase for £200,000, £12m, according to Mr Billysald, was funded privately by the management team and shareholders who had supported Ms d'Abo's previous ventures, including Ryman. The company "turned out to be more interesting than expected," says Ms d'Abo. Rofey produces turt dressesings, among other things, and its largest customer was T. Parker & Sons, which sold the dressesings to garden centres and leisure industries such as golf courses and sports clubs. One of the famous "synergy" it seemed sensible to have T. Parker as part of the group.

The owners, the Parkers, had not thought of selling, and the Roffey team spent 18 months talking to them before the deal went through in May. "We persuaded them to sell," says Mr Billyeald. The final price was "in the region of £1m."

Meanwhile, the group had been looking at the retail possibilities of their new venture. "We needed design input to use our skills," says Mr Billyeald — apart from the Ryman experience, Mr Billyeald had spent 11 years with Marks and Spencer before becoming retail director of Ryman in 1982. Mr Nicholas Wood, operations

Then in spring 1989, when the negotiations with T. Parker were getting under way, Moyse Stevens "came to our attention," says Mr Billyeild. Moyse Stevens is an upmarket UK florist which counts the Queen Mother among its customers. Ms d'Abo was called in as a design consultant to the company, and in August its owners, Blanchard, decided to sell it. Ms d'Abo realised that there was no nationwide florist and saw an opportunity.

By the autumn, the group was involved in the purchase of Moyse's Stevens, eventually for \$576,000, as well as in talks for T. Parker, so realised it needed institutional funding. In November 1989 both deals "went final," says Mr Billyeald, with Lloyds Development Capital providing £1.35m and the

Ms d'Abo thinks that as far as general businesses are concerned, business acumen will run them whatever their product: "I maintain that a business is four walls with people in it." So if you have got a business to sell, it might not be long before Ms d'Abo is putting the word out among her friends that she's in the market again.

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July 1990



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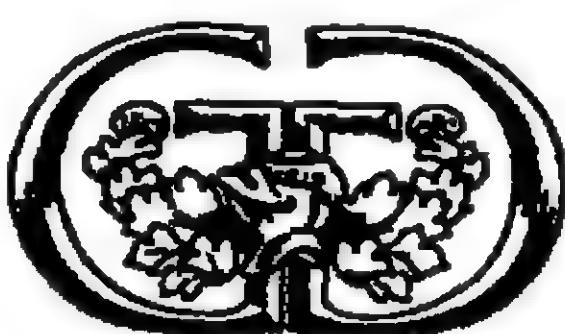
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VENTURE CAPITAL · MANAGEMENT BUY-OUTS

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دستور العمل

MR JOHN MORAN, head of County Natwest's Manchester office, says that one reason why management buy-outs are increasing in several UK regions is the slow-down in the national economy.

"When large groups of companies get into trouble there is a lot of opportunity for buy-outs among their subsidiaries. Three or four businesses in the Coleridge group are examples. The break-up of Parkfield will provide others," he says.

Mr Peter Folkman, of North of England Ventures, a Manchester fund, says that these are essentially distress sales by parents of the businesses involved.

However, unlike the early 1980s, when distress sales also predominated, managers are usually better trained and equipped to own the businesses they run, while financial backers can offer sounder advice on corporate strategy.

There is also a big difference between most buy-outs handled solely in the regions and those which have relied on London for financial engineering: they are usually much smaller, with a £20m deal considered large.

Indeed, most do not figure in the usual measures of buy-out activity, which have a £10m threshold to mark a buy-out's significance.

Buy-out activity has fallen with respect to deals over £10m, but is increasing at prices below that.

Mr Peter Rickitt of Rickitt Mitchell, a Manchester financial boutique, adds that many owners of successful businesses are selling up and retiring early so as to avoid the impending rise in capital gains tax to a rate of 60 per cent.

Many of the businesses involved have annual sales of up to £10m and make about £1m to £2m pre-tax profits. There are thousands in this size range in the Midlands and along the M62 corridor between Liverpool and Hull.

Price is another significant factor. The high multiples of 1985-87 are gone, with five times earnings a more sensible price.

In the size range concerned, this usually means buyers having to pay between £5m and £10m.

The availability of financial and professional tools and experts is another reason why buy-out activity is still strong in the regions. Mr Mike Davis, head of a busy corporate finance team at Ernst and Young in Manchester, says that just having the mechanisms for doing deals has made a big difference. There is no shortage of experienced people ready to help managements looking for advice and lenders looking for advice and lenders looking for advice and lenders looking for advice.

For example, Mr Peter Scamman, head of KPMG Peat Marwick McLintock's Leeds corporate finance team, played a

REGIONAL DEVELOPMENTS

Big business in small deals

Distribution of private Management Buy-outs

Region	1988 (%)	1989 (%) (provisional)
South-east	37.8	40.8
East Anglia	8.9	40.8
South-west	6.0	3.7
West Midlands	12.1	7.5
East Midlands	10.3	-
Yorkshire	6.0	18.5
North-west	13.8	18.5
North	4.2	-
Wales	3.5	3.7
Scotland	4.3	-
Northern Ireland	0.9	-
Total	100	-
Sample size	116	27

Source: Centre for Management Buy-out Research, Nottingham University

Distribution of Management Buy-outs

Region	1986 (%)	1988 (%)	1989 (%) (provisional)
South-east	38.11	36.87	40.87
East Anglia	2.70	4.13	2.00
South-west	5.88	6.49	3.33
West Midlands	12.70	10.62	12.00
East Midlands	5.14	7.08	5.33
Yorkshire	11.89	7.98	14.00
North-west	7.03	9.14	7.34
North	3.76	3.54	5.33
Wales	2.97	1.18	3.33
Scotland	9.19	1.47	6.00
Northern Ireland	0.81	1.47	0.67
Total	100	100	100
Sample size	370	339	150

Source: Centre for Management Buy-out Research, Nottingham University

leading role in the £20m July buy-out of the Lancashire-based Flexpack Group from PLM, Redfern's new Swedish owner. Equity funding came from MIM Development Capital and CIN Venture Managers, with the Bank of Ireland and Intermediate Capital Group providing banking facilities.

Mr Davis says that compactness of financial centres also allows any professional leading a deal to take a potential management buy-out team around the offices of everyone they might need in just a few hours.

The deals, however, are now structured much more cautiously. "We have to be very careful about the amount of debt we can let managements lever," Mr Moran says.

The days are over when a management could borrow so much to buy out a business that it was hardly a going concern at the end of the deal.

Sometimes income was actually below what was being paid for the business, sometimes in interest charges. Such deals relied on rapid growth in sales and profitability, sometimes as high as 15 per cent compound, but no lender would risk that today.

Current ratios are two - that is, a debt-to-equity ratio of

two in the balance sheet, and income gearing also of two. The latter is regarded as possibly more crucial in determining whether a deal can proceed: it means that annual revenue must be at least twice the projected pre-tax profits.

"We are all now much more interested in examining a company's current trade position and making sure its forecasts are realistic in relation to that," Mr Moran says.

Again, however, the size of the businesses involved makes the numbers and forecasts more manageable: the businesses are small enough to make it easier to assess whether managements really will be able to make things happen as promised.

Recent, typical deals Mr Moran has done include the £5m buy-out of the upholstery division of Silentnight Holdings in Barnoldswick, a management buy-in at Babcock Gears and Wires - now renamed B & F Carter - in Bolton, the £3.2m management buy-out of Wickland Westcott, a human relations consultancy in Wilmslow, and the £7m buy-out of Metrotec, a pipeline coatings company in Cleckheaton, West Yorkshire.

Ernst and Young acted as intermediary in the last of these, the financing of which was syndicated by the Manchester office of St. where Mr Charles Richardson's team has led several notable deals in the last 12 months, including the £14m buy-out of Country Holidays, the Lancashire holiday homes rental agency.

The deal, in which St. was supported by Barclays Development Capital, was one of the biggest buy-outs in northern England. It included £5m of equity and £3.5m of mezzanine loan finance from St., which took an initial 45 per cent share. Barclays Development Capital took 25 per cent.

Tighter gearing now means that the institutions are taking large holdings and keeping management's equity to small proportions, although ratchet arrangements enable managers to obtain more shares in the future.

The buoyancy of the northern buy-out market is encouraging financial institutions in other areas to look seriously at the field. For example, St. launched a £50m management buy-out fund for the East Midlands in June.

Although this is the second for the region - a similar one launched in 1987 has now been fully invested - Mr Martin Gagen, St.'s director in Leicester, says that the East Midlands is comparatively lagging in buy-out activity.

Nevertheless, there were 85 buy-outs in the East Midlands between 1986-89, with 31 involved in nearly half of them. Last year alone, 31 backed two-thirds of the region's buy-outs.

The new fund will ensure that managements in the region can find local finance in either Leicester or Nottingham. The first management team to take advantage of it was that of Denby Tableware in Derbyshire, which has bought the business out from its failed parent - Coloroll.

Ian Hamilton Fazey

SWAN HUNTER, the Tyneside warship builder sold to its management by the Government for only £5m in 1986, looks to have been one of the buy-out bargains of the decade.

The company has disclosed to the Financial Times that last year it made a pre-tax profit of £4.4m and that its net worth stands at £33m.

Assets include £20m in cash. The company has no net borrowings, turnover is approaching £100m a year, and a recruitment drive is under way in most departments to take numbers employed back above the 3,000 mark.

The order book is so full that jobs have been guaranteed until June 1992.

The spectacular and improving performance helps explain why Swan Hunter's workforce this summer started the shipbuilding industry's first 37-hour week. Fringe benefits, with 35 days of holiday a year, including eight public holidays, are claimed as the industry's best.

Financial institutions which helped with the buy-out - Globe Investment Trust was prominent - have been bought out, ensuring that the company is entirely privately owned by fewer than 40 of its managers.

However, success was a close-run thing. The company was expecting to win an order for a naval fuel tanker soon after the buy-out, but it was given to Harland & Wolff, the then state-owned Belfast yard.

The loss almost torpedoed Swan Hunter and more than 800 jobs had to be shed. Ironically, the loss forced the Tyneside yard into accelerated change in order to survive.

This appears to have paid off. The management has persuaded the workforce to change its old, inefficient working practices and accept the stability of a succession of two-year pay deals.

Moreover, it has exploited the real snip among the assets it got from British Shipbuilders - a computer system valued at



The Swan Hunter management team. Left to right, standing: Adrian Cudd, Roger Vaughan. Seated: Ken Chapman, Alex Marsh, Peter Vaughan

PROFILE: Swan Hunter

A close-run success story



RFA Fort George under construction at the Wallsend yard

only £2m at the time of the buy-out.

Swan Hunter's mastery and development of this computer-aided design technology has enabled it to improve quality and make shipbuilding increasingly error-free.

One result has been the first "zero defect" ship - HMS Chatham, a Type 23 frigate - delivered to the Royal Navy. Four other ships had no defects emanating from the yard, only minor problems with bought-in equipment.

Although primarily a warship builder, the techniques learned and standards achieved are helping to win

orders for other vessels. Last year, Swan Hunter built a state-of-the-art cable layer for Cable & Wireless. A new ship under construction for the British Antarctic Survey will incorporate a "wobbling" facility so it can rock from side to side to escape icefields.

It has also used its computer system to design a new type of coastal patrol vessel - half the size of a frigate, but bigger than conventional small gunboats - which can perform various missions.

Several African, Middle East and Asian Governments are showing keen interest in the new patrol vessel.

The question is why Swan Hunter could not do all this when it was state-owned and part of British Shipbuilders?

In fact, it did all the research and development on computer-aided design technology for the industry in the early 1980s, but was operating under different incentives and motivations.

For example, it was not allowed to attack foreign markets and it has taken four years for the company to re-establish itself in the field.

Before the buy-out, which appears to have freed much unexploited talent, its capacity for quick, local decision-making was also very limited.

Mr Peter Vaughan, one of the directors, says that local pride and local ownership have been important in changing working practices.

The latest agreement, which will push typical wage levels to £250 a week, is the third two-year deal on pay and conditions. The first secured an end to demarcation and the "Spanish customs" traditional to dockyards.

"We think it's the first fully delivered 37-hour week in the industry," Mr Vaughan says. "But it means 37 hours. The old attitude was to start paying once people were inside the gate. We pay now only when people are ready to start work."

"We have electronic time-keeping near where people work. They start at 7.30am and there are no morning or afternoon tea breaks. People can take refreshments near their job as long as there is no loss of continuity. We do not pay for cleaning up. People finish at 4.24pm on four days a week and 11.54am on Fridays."

It is a far cry from 1986 when the workforce would troop off the job en masse to take tea breaks together, often far from their work. Not suffering such disruption has helped make the 37-hour week affordable, as well as contributing to a corporate performance many will find remarkable.

Ian Hamilton Fazey

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MANAGEMENT BUY-OUTS 14

PROFILE: Lowland Omnibuses

Right place, right time

LIFE IN a public sector company is at least as uncertain as it is in the private sector. Consider the case of Mr Douglas Pelling.

Mr Pelling, who is 47, joined the state-owned Scottish Bus Group (SBG) in 1969, expecting a long career in an organisation which operates buses all over Scotland. In 1987, having been company secretary of the Central Scottish subsidiary, he was posted to Galashiels in the Borders as general manager of Lowland Scottish, the group's subsidiary in the area.

In late 1988, Mr Malcolm Rinkin, the Scottish Secretary, announced that SBG was to be privatised in 10 local units. Last month Mr Pelling became chairman and chief executive of Lowland Omnibuses, an independent private company created through a management-employee buy-out of the former subsidiary.

"Some of us SBG executives have been in the right place when the music stopped. Others have not been so lucky," says Mr Pelling. The disposal of SBG's subsidiaries is only beginning, but not all management/employee teams are being successful. "I've got a chance in a lifetime and I'm grabbing it."

Lowland Scottish was a profitable entity within SBG, making pre-tax profits of £685,000 on sales of £5.5m in 1989 and similar figures the previous



year. It has strong local support, being the only form of public transport in many parts of the Borders.

The company's first step is to consolidate

An initial battle to prevent Lowland being merged into and privatised with Eastern Scottish (which serves the Lothian area) was won with the help of local politicians such as Sir David Steel, the former Liberal leader. The idea of a management-employee buy-out was launched in early 1989 as the privatisation bill was going through Parliament. In January of that year staff began a savings scheme to set aside money to buy shares.

During 1989 Mr Pelling and his senior managers chose Grant Thornton, the accountants, to be their financial advisers. They drew up a business plan which incorporated what they could glean from Government statements about the priority the Scottish Office was likely to give to employee participation. After taking the plan round the banks they chose Bank of Scotland as their financial backer.

In February this year the Scottish Office set out the detailed rules for the privatisation of SBG. They included a clause stating that in the case of a management-employee buy-out (MEBO) at least 25 per cent of the ordinary shares should be owned by non-management staff. A "price prefer-

ence" of up to 5 per cent would be given to an employee-based bid for a company.

What worried Mr Pelling and his associates was that other bus companies showed great interest in buying Lowland, notably the recently privatised Grampian and Northumbrian bus companies, which were looking at the company even as its staff were preparing their own bid.

The bid was submitted to SBG in May. After four weeks and two days of nail-biting SBG announced on June 1 that the MEBO had been chosen as the purchaser. The deal has now been finalised and the employees have subscribed to their portion of the shares.

Mr Pelling will not be drawn on the price which his consortium is paying for Lowland, though a figure of about £4m is widely quoted. Bidding was on a sealed tender basis. "We decided to give our best shot - we paid a commercial price. We just made one offer. We did not have any inside knowledge of what would be acceptable. There were no negotiations."

He has no idea how, if at all, the 5 per cent discount for employee buy-outs was applied.

The MEBO consists of an equity component worth about £300,000 with the remainder made up of debt advanced by Bank of Scotland. Of the equity about 40 per cent (£125,000) is subscribed by the management (Mr Pelling and three other executives). The workforce have subscribed to about 30 per cent of the equity and Bank of Scotland has taken about 30 per cent.

About 60 per cent of the 270 staff subscribed to shares - for a minimum of £200 worth - but all staff are being allocated £50 worth of free shares if they have completed a certain period of service.

To avoid the windfall gains

made in property by privatised bus companies in England, the Government made SBG take Lowland's depot in Berwick-on-Tweed out of the company and leased it back, and made the depot in Galashiels subject to a claw-back arrangement.

Mr Pelling foresees no difficulty in repaying the debt to the Bank of Scotland from the company cash flow. The business, he says, is already efficient and being a small bus company there is much more job sharing than in a big one, with drivers helping to clean their buses at the small depots.

But apart from the energy that has gone into preparing the MEBO in the past year and a half the company, like others in SBG, has, on Government instructions, been starved of capital expenditure.

In the last two years it has only bought one minibus when it would have liked to buy more, and it has not replaced its express coaches as it should have done. For about nine months Lowland was prevented from painting any of its fleet.

Lowland faces strong competition in the eastern part of its area along the east coast but virtually none in the heart of the Borders country.

Mr Pelling says the first step is to consolidate the company, while later it will consider expanding, which is likely to mean competing with rivals in neighbouring areas.

Many in the bus industry believe that in due course some of the newly independent bus companies in Scotland will be taken over, while Mr Pelling says that buses are "a declining industry" as car ownership increases.

Mr Pelling admits the possibility of takeovers and implies that the ownership structure of the company does not make it impossible, though any takeover would need the support of

both and managers and work-

force. "We bought this company to give a service to the community," he says, "not to asset strip it. But we have to react to changes in the market."

James Sutton

Leading Debt Arrangers

	Number of deals led			Total	Total value £m	No. of Investments
	1987/88	1988/89	1989/90			
Nat West/County NatWest	8	14	18	41	948	64
Bank of Scotland	8	12	17	30	630	64
Barclays/BZW	6	6	9	27	527	48
Bankers Trust	6	7	7	19	1,417	20
Standard Chartered/CWB	2	12	4	18	1,001	23
Midland/Samuel Montagu	7	4	6	17	340	32
Charterhouse/Royal Bank of Scotland	5	2	8	15	795	30
SecPac	3	4	5	9	247	14
Citibank/Citicorp	4	3	2	8	620	14
Lloyds	3	1	1	5	67	20
Kleinwort Benson	2	1	2	5	123	14
Warburg	2	3	1	4	1,989	4
Chemical	2	3	1	4	1,430	6
Scandinavian	2	1	2	3	59	7
Continental	2	1	2	3	80	3
Manufacturers Hanover	2	1	1	3	47	15
Credit Agricole	2	1	2	3	26	15
CIBC	3	2	2	3	21	7
Dan norske Creditbank	3	1	2	3	19	3
TSB	2	2	2	3	37	11
Toronto-Dominion	2	2	2	2	12	15
3i	2	1	1	1	35	10
Westpac	1	1	1	1	6	19
Creditanstalt Bankverein	1	1	1	1	16	16
Long Term Credit Bank of Japan	1	1	1	1	12	10
Industrial Bank of Japan	1	1	1	1	10	10
Allied Irish	1	1	1	1	10	9
Nippon Credit	1	1	1	1	8	8
Dai-ichi Kangyo	1	1	1	1	7	7
Sumitomo	1	1	1	1	6	7
Nova Scotia	1	1	1	1	546	17
Banque Francaise du Comm Ext	3	4	10	17	250	23
Others	11	6	6	23	11,320	75
None/not known/(duplication)	75	88	108	271		

Qualification: 3 deals arranged or 7 investments

Source: KPMG Peat Marwick McLintock
15th August, 1990

Funding of larger MBOs since 15th September 1989

Equity deal leader	Total funding	Equity	Mezzanine	Debt	Mezzanine deal leader	Debt deal leader
Alan Patricot Associates	16	5	-	11	-	-
Bankers Trust	46	8	9	29	First Britannia	Bankers Trust
Baring Capital Investors	44	11	12	21	3i	Nat West
Baronsmead	20	5	5	10	Intermediate Capital Group	Barclays
BZW	32	11	10	11	BZW	Barclays
Candover	12	6	-	6	-	Bank of Scotland
Candover	26	12	-	14	-	Bank of Scotland
Candover/Kleinwort Benson	215	92	-	123	-	Bank of Scotland
Causeway Capital	12	1	8	3	Causeway Capital	TSB
Charterhouse	424	141	80	203	PIC Capital	Charterhouse
Chase	89	10	15	64	Elders Finance	Chase/Nat West
CIBC Capital	11	3	1	7	CIBC	CIBC
CIBC Capital	21	11	2	8	CIBC	CIBC
CIN	50	17	-	33	-	Bank of Scotland
CIN	52	16	15	21	Intermediate Capital	Samuel Montagu
Citicorp	13	3	3	7	3i	Nat West
Citicorp	27	12	-	15	-	Bank of Scotland
Citicorp	55	18	10	27	Intermediate Capital Group	Bank of Scotland
Citicorp	58	17	-	41	-	Citibank
Close Investment	11	3	-	3	Vendor	Nat West
County NatWest	10	1	-	9	-	Royal Bank of Scotland
Ventures	155	15	20	120	County NatWest	County NatWest
Ventures	11	1	4	6	Creditanstalt	Creditanstalt
Creditanstalt	48	9	7	32	Intermediate Capital Group	Bank of Scotland
Electra	10	2	4	4	Banque Indosuez	Banque Indosuez
Financiere Indosuez	10	2	4	4	Indosuez	/Barclays
Gartmore	10	2	1	7	British & Commonwealth	TSB
Granville	10	4	2	4	Bank of Boston	Royal Bank of Scotland
Granville	11	3	2	6	SecPac	SecPac
Granville	42	18	10	14	SecPac	SecPac
3i	10	2	1	7	3i	Barclays
3i	14	8	3	3	3i	Lloyds
3i	14	4	-	10	-	Hambros Bank
3i	20	5	3	12	3i	Bank of Scotland
3i	21	4	6	11	3i	Midland
3i/Citicorp	37	14	6	17	3i	Royal Bank of Scotland
3i/Midland Montagu	11	4	2	5	3i/Samuel Montagu	Samuel Montagu

Funding of larger MBOs since 15th September 1989

Equity deal leader	Total funding	Equity	Mezzanine	Debt	Mezzanine deal leader	Debt deal leader
James Capel/MIM	20	5e	3	12e	Intermediates Capital Group	Bank of Ireland
Kleinwort Benson	12	12	-	-	-	-
Kleinwort Benson	14	5	1	8	Kleinwort Benson	Kleinwort Benson
Kleinwort Benson	15	2	3	10	Kleinwort Benson	Kleinwort Benson
Lloyds DC	16	5	-	11	-	Bank of Scotland
Lloyds DC	158	8	-	150	-	Vendor
Marsden W.	11	4	-	7	-	Co-operative Bank
Hargreave Hale	79	79	-	-	-	-
MMG Patricot	19	6	-	13	-	-
European Buy-in Fund	40	12	5	23	Vendor	Bank of Scotland
Morgan Grenfell	16	3	4	9	Phildrew	Nat West
Phildrew	17	7	-	10	-	Bank of Scotland
Phildrew	33	9	-	24	-	Nat West
Phildrew	34	7	2	25	Phildrew	Standard Chartered
Private sponsor	27	10	4	13	Bankers Trust	Bank of Scotland
Scandinavian Bank	11	3	2	6	Scandinavian Bank	Bankers Trust
Schroder Ventures	31	6	-	25	Bank	Scandinavian Bank
Schroder Ventures	31	11	5	15	Nat West	Continental Bank
Wasserstein Perella	110	25e	-	85e	-	Nat West
None/Not known	25	6e	-	19e	-	-
None/Not known	11	3e	-	8e	-	-
None/Not known	13	-	-	13	-	-
None/Not known	14	n/m	3	11	Vendor	Barclays
None/Not known	20	5e	-	15e	-	County NatWest
None/Not known	24	-	-	24	-	-
None/Not known	73	-	-	73	-	Nat West
None/Not known	77	19e	-	58e	-	Standard Chartered

This listing covers larger MBOs in the period from 15/9/89 (published on 11/10/89) to 15/8/90.

In cases of incomplete information the levels of debt and equity has been estimated by applying the average gearing ratio for the year in which the deal took place (marked "e").

Source: KPMG Peat Marwick McLintock
15th August, 1990

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15/09/1990

MANAGEMENT BUY-OUTS 15

There are many pitfalls for the would-be buy-out team, warns Charles Batchelor, in his start-up guide

Managers beware: your first buy-out is usually the last

LIFE HAS become slightly easier over the past year for managers contemplating a buy-out.

Competition from trade buyers has slackened as the economic downturn forces companies to concentrate on getting their core business right rather than on making acquisitions.

The recession is also forcing companies to dispose of non-essential or poorly-performing businesses, increasing the range of buy-out opportunities.

However, these improvements in the buy-out climate should not obscure the fact that for most managers, their first buy-out is also their last. Few come to the deal with any previous experience. Managers without a financial background may find themselves dealing with bankers, venture capitalists and other species of financier for the first time at close quarters.

Familiarity with the idea of a buy-out has increased enormously in recent years, but putting theory into practice can be a unnerving experience. Managers have been sacked for proposing a buy-out and they may be putting their careers on the line if the deal does not go through.

Trade buyers are fewer in number but there may still be competition for the business from outside managers keen to stage a management buy-in. The outsiders may lack the incumbent managers' detailed knowledge of the business, but financiers are more than happy to back teams which they have selected themselves against a buy-out team over which they have less control.

So how should managers go

about staging a buy-out, and what are the pitfalls?

The first step is to put together the management team. Financial backers will want to see a well-balanced group of managers, probably comprising someone with man-

Financial backers will want to see a well-balanced group of managers

aging director experience as well as people with finance, marketing and production skills. If there are obvious gaps in the team the financial backer may suggest people to fill them.

The smaller the team, the better because this speeds up the decision-making process and reduces the opportunities for disagreement.

The managers must establish at the outset whether a buy-out is possible before wasting too much money on advisers. Is the vendor willing to

However, putting theory into practice can be a unnerving experience

sell and can the business being bought stand alone without the support of other group operations?

Advisers must be chosen for their experience in the buy-out field. The growth in the popularity of buy-outs means there is no shortage of accountants,

merchant banks, venture capitalists and buy-out specialists to provide help, but choosing the most suitable may prove a problem.

Some financiers specialise in smaller deals - of less than, say, £10m - while others will only back much bigger transactions.

Most buy-out financiers produce brochures detailing their previous transactions. These can be studied to gain an idea of how they go to work. Most important, though, in choosing an adviser is finding someone you can get on with.

The adviser will help the managers over what is often the most daunting obstacle - negotiating with the boss.

Managers will probably be reluctant to give details of the negative aspects of the business they want to buy for fear of provoking the outraged response of "well, why didn't you do something about it before?" but an independent adviser will have no qualms in explaining a business's blunders to the vendor.

The advisers may also help prepare the business plan, though this must be mainly the work of the managers themselves.

The plan should explain the background to the buy-out and what the managers believe is the business's "unique selling point."

It must place particular emphasis on the managers involved and their backgrounds and experience. As the financiers never tire of explaining, they are not backing a company or a product but management.

The plan must also give details of the finance required, the market place in which the company will be operating, the risks and challenges it faces and its future plans.

For the managers the beauty of a buy-out is that for a relatively small injection of the total funding needed (though still a large amount in terms of their personal assets) they obtain a disproportionate share of the equity.

Financial backers are happy to go along with this because experience has shown that managers in this position are highly motivated to make the business succeed.

To increase the incentive for

Use of Mezzanine on UK MBOs over £10m

MBOs using Mezzanine			Total MBOs		
Number	Amount of mezzanine £m	Total value of deals £m	Number	Total value of deals £m	% of deal covered by mezzanine
1985	5	123	24	880	29
1986	7	96	27	940	25
1987	13	207	33	2,750	14
1988	25	277	55	4,510	15
1989	38	871	71	5,850	18
1990 (to date)	21	166	37	1,720	19
	109	1,740	247	16,650	18

Sources: KPMG Peat Marwick McLintock
15th August, 1990



equity stake in the company.

Even as they are negotiating their independence, managers must give thought to what will happen to their company in three to five years time, when their financial backer may be looking for an "exit."

The backer will be basing his calculations on selling or floating the business after a number of years.

However, one option is for

For most managers, their first buy-out is their last

the managers themselves to buy out the other shareholders. This may appear ambitious when the business starts out loaded with debt, but as the debt is paid off the banks will become willing to finance the buy-in of the outstanding shares.

Negotiating the deal is likely to take several months and there are bound to be periods of tension and depression. Managers are advised to stay cool and professional during this period and not to resort to bluff and bluster.

It may help to work out an alternative to the buy-out - for example, starting up a new business from scratch - to provide the managers with a fall-back position.

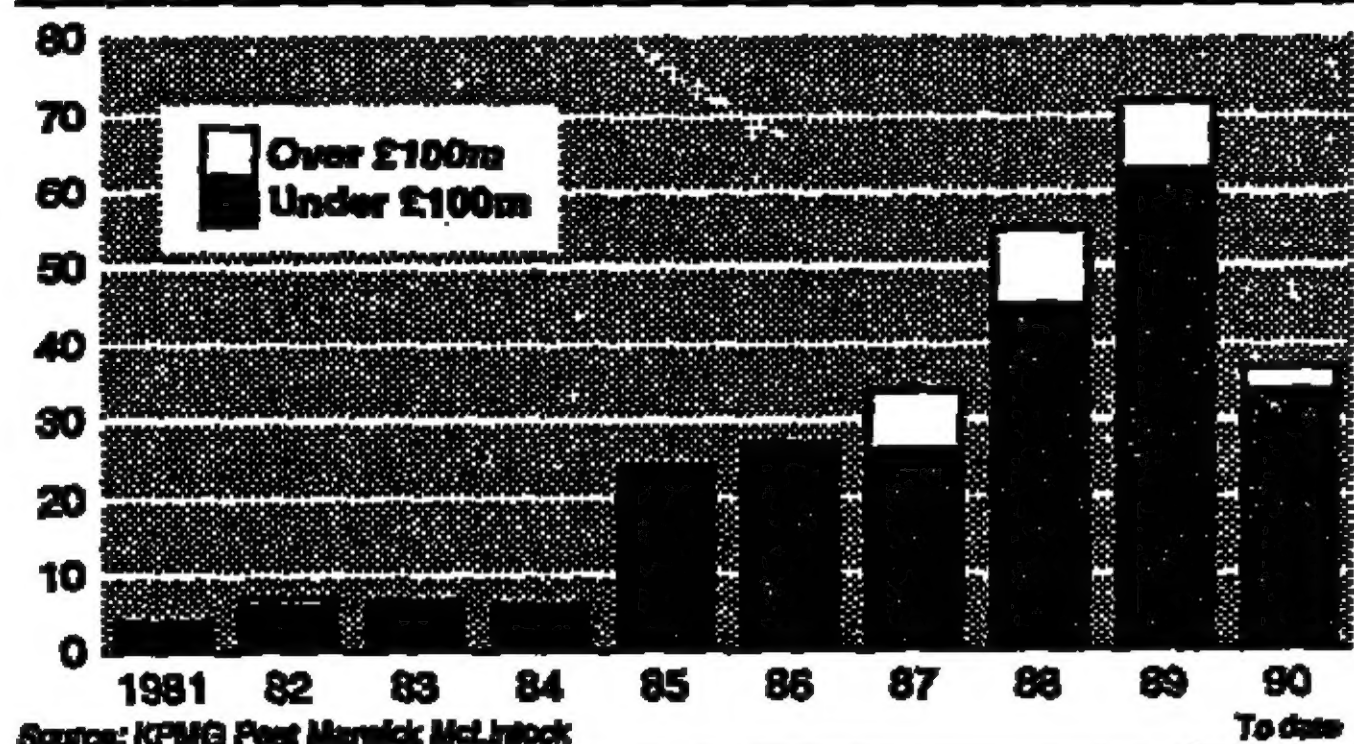
This will help them to keep a cool head when prospects look bleak.

Useful Reading: *Guide to Management Buy-Outs*, Economist Publications, £55.



Ratchets, which allow managers to increase their equity stake if set performance targets are achieved, are a common feature of management buy-outs. However, even Mr Derek Hunt, who led one of Britain's largest buy-outs, the £715m acquisition of MFL, admits that at first he did not fully understand how the ratchet worked.

Larger management buy-outs



Sources: KPMG Peat Marwick McLintock

The recession is forcing disposal of poorly-performing businesses and increasing buy-out opportunities

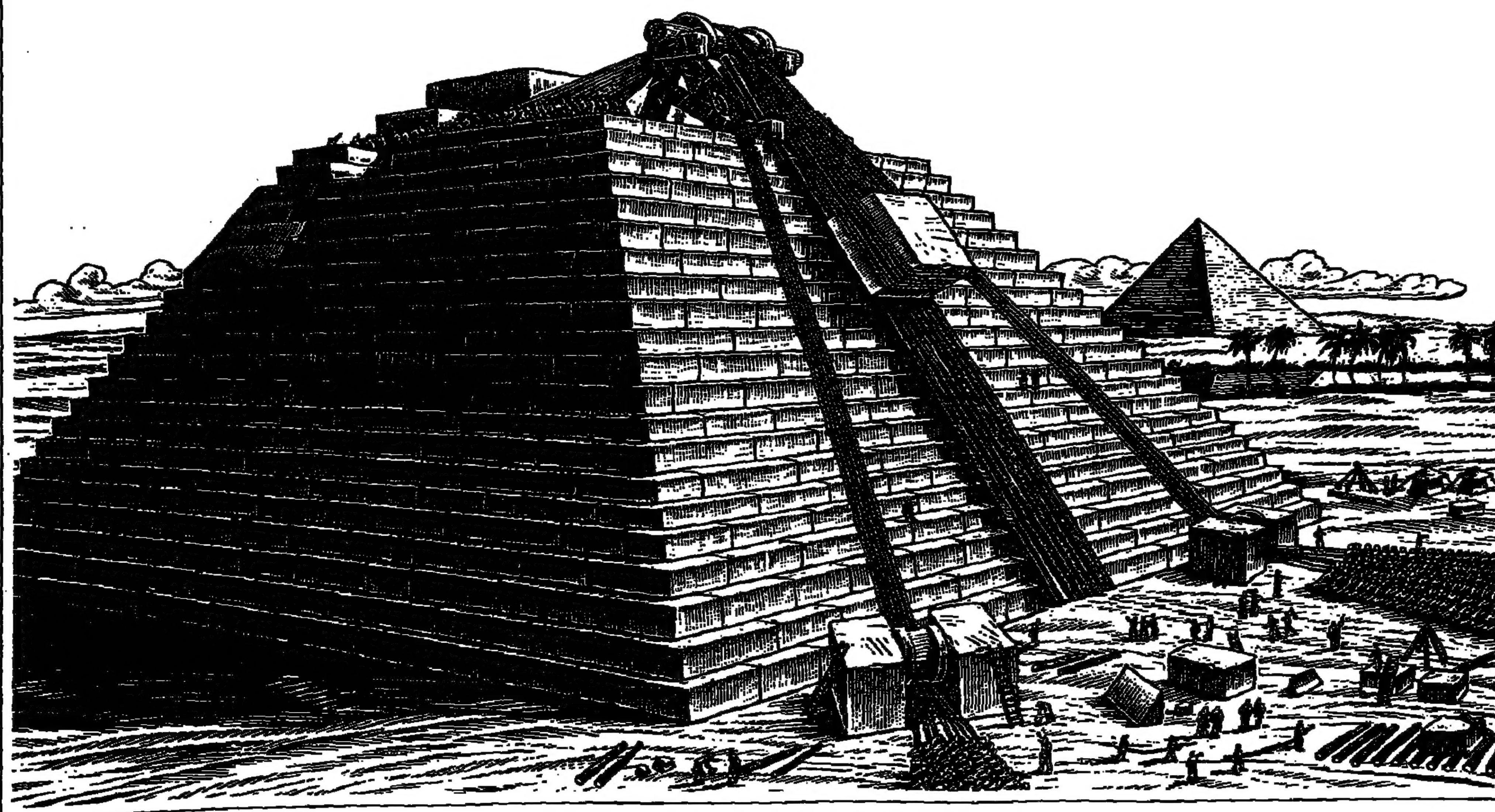
reasonable but they should be aware that if they hold out for too much, they may drive their financial backers to support someone else.

Managers will probably need to take expert advice on how

pany through the early difficult years against over-extending themselves.

The vendor may be prepared to assist in financing the deal by allowing deferred payment or by retaining a minority

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■ THE LEADING UNIVERSAL BANK IN FRANCE

1989 was a year of brisk activity for BNP, with strong growth in deposits, lending, asset management and financial transactions.

The bank thus enlarged its share of the market, particularly with respect to private customer and small and medium-sized company lending. At the end of 1989, assets managed by BNP (deposits, UCITS, life insurance) reached FRF 480 billion, increasing by 12.8%.

The agreement with UAP enabled BNP to offer a broader range of services and to diversify channels of distribution: "insurance windows" have already opened in a number of branches.

BNP developed its network: Banque de Bretagne joined the Group with its 78 branches and its subsidiary Banque de la Cité.

At the same time the bank increased the pace of modernization of its operating facilities. In its branches, renovated and more functional, 15,000 multi-purpose work stations have been installed, with direct data acquisition capabilities for customer transactions. More than 1,000 BNP automatic teller machines are now available to the public.

On financial markets, BNP bolstered its number one position in share flotations (52 transactions), stock market listings (9 listings on the second market), commercial paper and certificates of deposit.

■ A MAJOR GLOBAL PLAYER

In pursuing its international development, BNP has decided to base its growth on a policy of alliances, acquisitions and international development.

A close relationship has been established with DRESDNER BANK. In Italy, BNP has become a shareholder of CREDITO ROMAGNOLO. BNP ESPAÑA alone opened 15 new branches in Spain in 1989.

The bank has returned to countries with which it has historical ties: Algeria, Vietnam, Madagascar. It broadened operations in Indonesia and Turkey and opened a subsidiary in Uruguay. The establishment of a leasing company in the USSR and a financial company in Hungary are the first stages of an active penetration of Eastern Europe.

In view of the Single European Market, BNP launched the first comprehensive line of European mutual funds, based in Luxembourg.

Three figures highlight the increase in BNP's earnings.

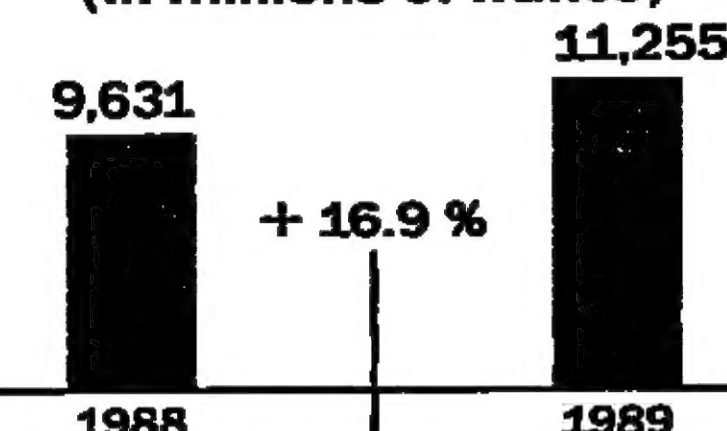
For the first time in its history, BNP's net operating income exceeded FRF 10 billion, reaching FRF 11,25 billion, a 16.9% increase.

Net income for the Group rose to FRF 3.65 billion (+ 12.5%).

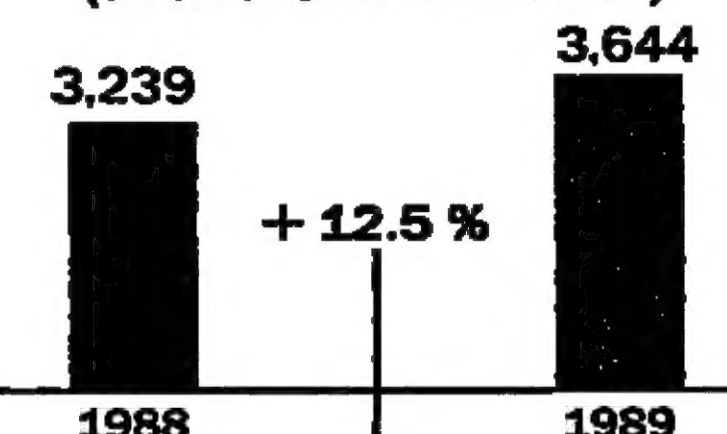
The dividend, including tax credit, of FRF 21.60 (versus FRF 19.50 in 1988) represents an increase of 10.80%.

BNP 1989 : KEY FIGURES

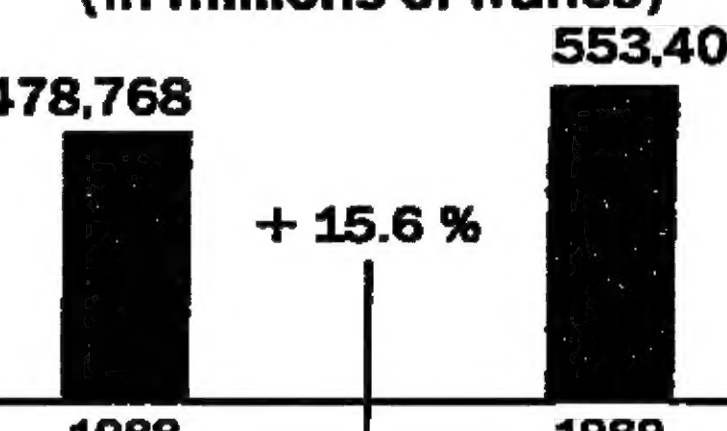
Net operating income
(in millions of francs)



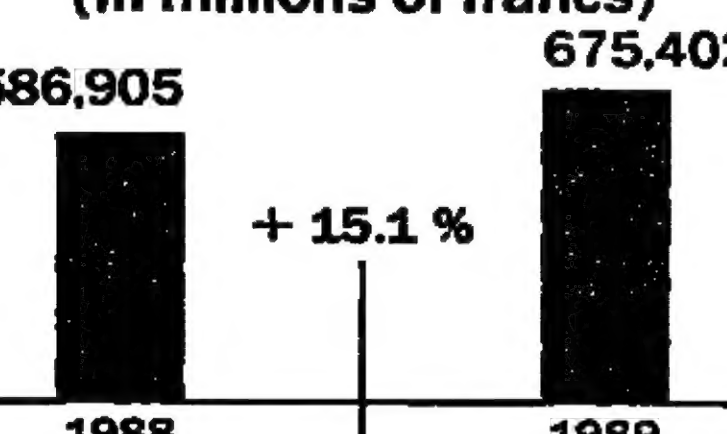
Net income
(in millions of francs)



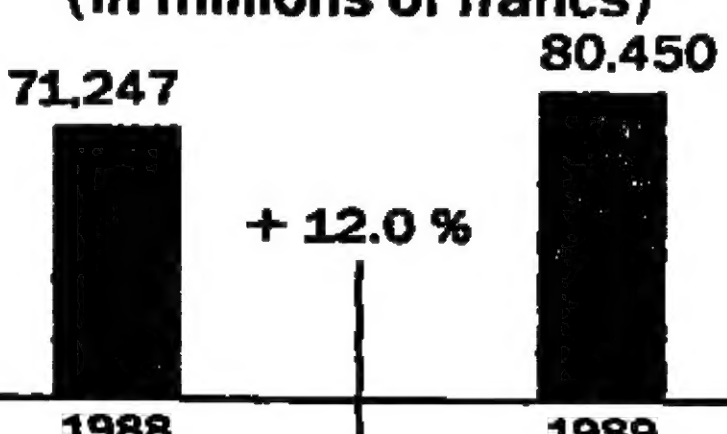
Customer deposits
(in millions of francs)



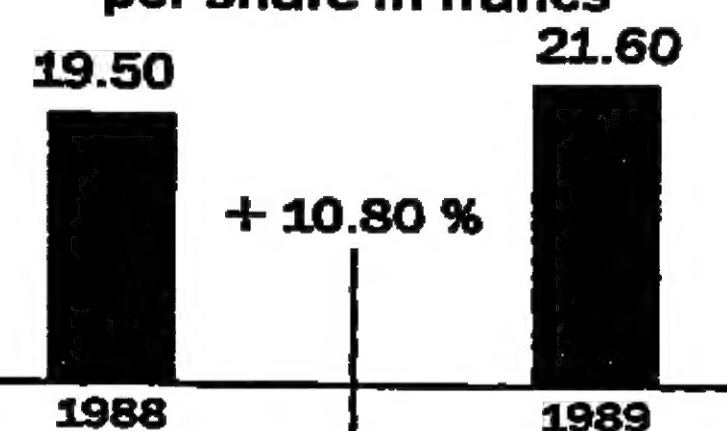
Customer loans
(in millions of francs)



Stockholders' equity and provisions
(in millions of francs)



Dividend (including tax credit)
per share in francs



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